MARVEL

the SPECTACULAR SPIDER-GIRL®

THE LAST STAND

TOM DEFALCO • RON FRENZ

FRENZ · BUSCEMA ¡SOTO!

the SPECTACULAR SPIDER-GIRL

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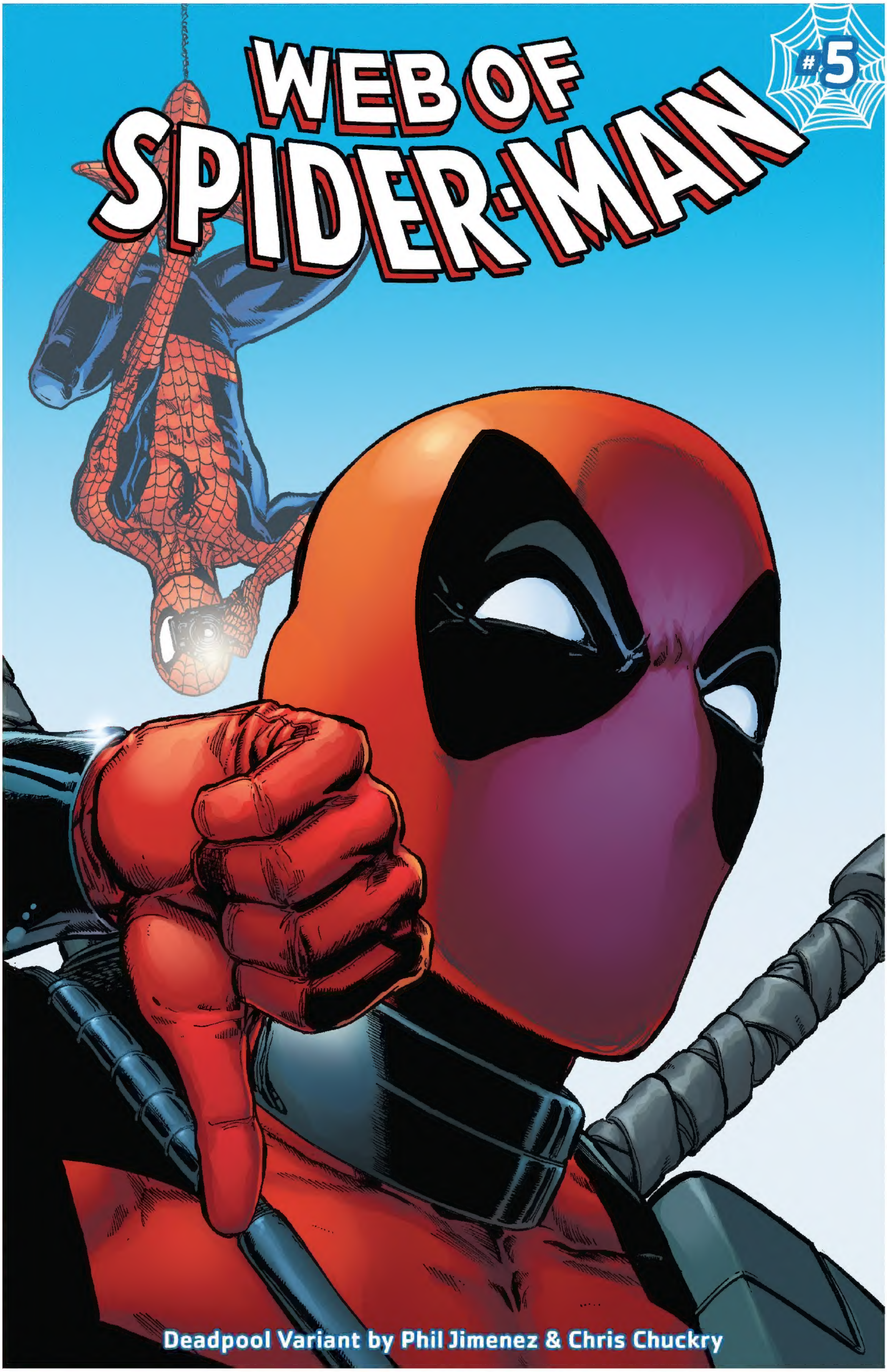
#5
WEB OF
SPIDER-MAN



Deadpool Variant by Phil Jimenez & Chris Chuckry

facegroup

SEARCH

May "Mayday" Parker

HOME SEARCH INVITE HELP LOGOUT

INFO

NAME: Mayday Parker
LOCATION: Forest Hills, Queens
SCHOOL: Midtown High
RELATIONSHIP: Proudly Single
MOOD: Determined

STATUS

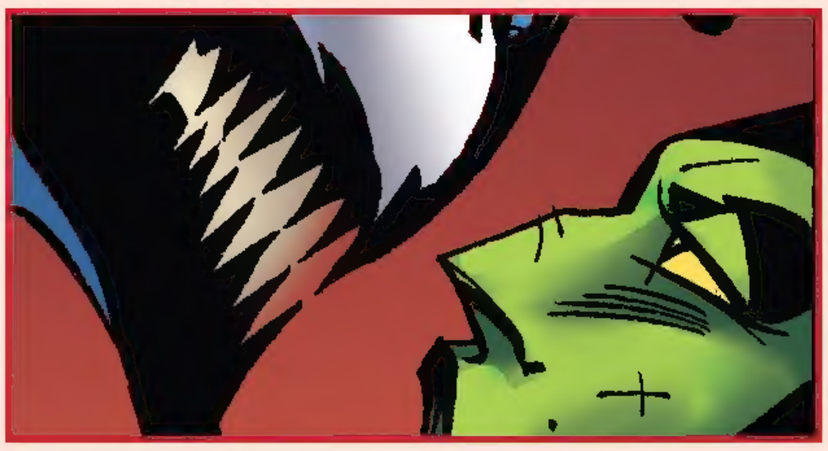
The name's May "Mayday" Parker, and I'm the webbed wonder known as The Spectacular SPIDER-GIRL! I discovered I have a clone - the family took her in and she's taken on the guise of April Parker, our cousin. But April was raised in a test tube and has no clue how civilized society works.

So I took her under my wing and taught her how to use her powers responsibly - until Tombstone beat me into a coma. I've no clue what happened next, but if she went after Tombstone...I can't imagine it ended peacefully.

I had my own problems...I escaped a monster in the Jersey woods and got home to find Fury, the Goblin Queen trying to warp April's mind and turn her against me.

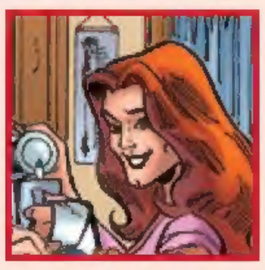
With the help of my pal Darkdevil, we defeated Fury and turned April back to the side of the angels - for now. But this fight got way too close to my own life - the attack happened at Midtown High and nearly cost the lives of my friends...I can't let crime get that close again.

PHOTOS



FRIENDS & FREAKS

DAD


MOM

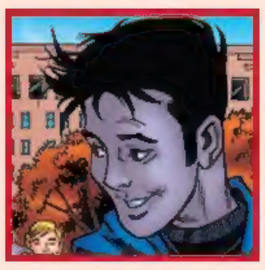
APRIL

CAPTAIN RUIZ

TOMBSTONE

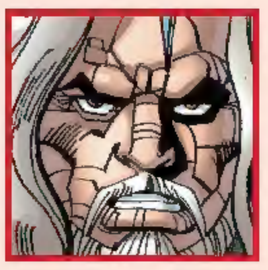
SILVERBACK

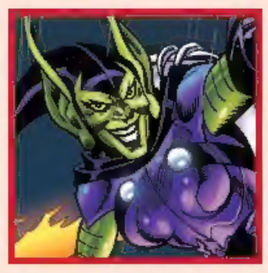
BENJY


WES

DAVIDA

DARKDEVIL


KAINE


FURY

the SPECTACULAR SPIDER-GIRL

ROOSING SIDES

KA-BWOOOM!

BNF

Falconi Pizza has served the residents of Forest Hills since it first opened in 1952.

Known for homemade pasta, large portions and a particularly thick Sicilian-style slice, it has always been a family business.

A very special kind of *family!*

FALCONI PIZZA

FALCON

Don Rigoletto, a major New York crime figure, secretly owned the restaurant, using it as a front for his gambling operations.

When the *Don* was later murdered, *Falconi Pizza* became the property of *Wilson Fisk.*

Fisk's death passed it into the hands of the *Black Tarantula,* the city's current *Kingpin of Crime*--

--which explains why *Falconi Pizza* ceased to exist at 2:35 this morning.

Nearly two hours later...

Detective Drasco, I do hope you didn't get me out of bed at this ungodly hour to report a simple restaurant fire.

Sorry, Captain Ruiz. I delayed as long as I could.

Even waited for the firemen to give us the all-clear.

We got a definite case of arson here and the restaurant wasn't the main target.

These back rooms have served as a neighborhood bookie parlor as long as I remember.

So you think this bombing is connected to the gang war that's recently erupted in our fair city?

Afraid so.

Someone's sending a message to the current Kingpin.

We're lucky we got no casualties.

Would have been a lot different during the dinner hour.

Perish forbid.

You got anything, Parker?

I need to run a few tests--

--but the alleged explosive device appears to match three other bombings.

FDNY

CSU

S'why I called, Captain.

You did the right thing, Drasco--

--and we were lucky tonight.

It's only a matter of time before this war starts claiming innocent lives.

Yeah, this is going to get a lot worse.

These things always do.

We're going to need some serious help to squash this war.

=LIGGGN=

My name is *May "Mayday" Parker*--

--and I'm the daughter of *Spider-Man.*

I'm still healing from my last super-battle--

--but there seems to be a major *gang war* brewing in New York--

KRIK

--which means I have to get back into shape--

--and *fast*--

--even though I promised Mom I'd stay *out* of it.

Unfortunately, the *Black Tarantula* is at the epicenter of this war.

I know he's a criminal.

I know he's probably committed all sorts of atrocities over the years.

And yet...

He's always been there for me--

--and saved my life on more occasions than I care to admit.

I owe the man.

What if he asks for my help?

Am I supposed to join him against his enemies?

Is it even possible to end this war without choosing sides?

naturals

JUICY GREEN APPLE

After a quick shower, I get ready for school and head downstairs...

Morning, *May!* Have you seen today's *Daily Bugle*--?

Not yet, *April.*

Anything interesting?

You bet.

This gang war's really starting to rock.

You and I should just ditch school, get into costume and blast on bad guys.

DAILY BUGLE

STREETS OF FIRE!

GANG WAR HEATS UP!

=Sigh= *April* is my clone--

--although she claims she's the original and I'm the copy.

She recently moved in with us and is pretending to be my cousin.

Not going to happen.

Why not?

Don't we have a responsibility, or some other nonsense, to do our hero thing?

It doesn't quite work like that.

Besides, we promised Mom we'd avoid this mess.

You promised, dearie.

I speak for *me.*

True, but your uncle *Peter* and I expect you to follow the same rules as long as you're under our roof.

Especially since the police are still after *Spider-Girl* and may arrest *you* by mistake.

I hear you, Auntie M.

As if the *gang war* wasn't bad enough--

--I may find myself pitted against cops.

:bzpft:

Relax, Benjamin! Breakfast is coming.

Would you like to hold your cousin while I prepare his cereal?

I... *ummmm...* would love to...

But May and I were just about to leave for school.

I just need to shape-shift into my school clothes.

At last-- a *practical* super-power!

I'll see you girls later.

Is there something going on between you and l'il Benjy?

You tend to avoid each other.

April--!

Forget about the rug rat and concentrate on all the fun we could have with the gang war.

Your mother couldn't blame us if we accidentally stumbled on a bunch of baddies.

:sigh:

No.

Guess not.

Who is challenging the Tarantula, anyway?

Don Silvio--!

I beefed up security around your mansion and upgraded your electronic surveillance system.

Not even the *Tarantula* can enter the grounds undetected.

You don't have to worry about any more surprise visits.

Marko! Marko! Marko! You, like too many others, mistake annoyance for anxiety.

I actually look forward to seeing the *Tarantula,* again.

I will greet him with all the ***enthusiasm*** I am currently bestowing upon his organization.

Yeah, about that...

The cops are starting to get hinky.

Forget the police!

I have a highly-placed snitch in the department.

Only someone who operates outside the law can interfere with our plans.

I'm talking about a wild card like *Spider-Girl.*

Yes, a *wild card...*

MIDTOWN HIGH SCHOOL

May! April! We've got some good dirt for you ladies.

Calm down, Davida! You're running away with your assumptions... like usual.

Oh, joy-- it's Davida and Courtney!

I thought you liked my friends.

I'd rather be bouncing baddies.

Don't go, April!

You'll want to hear this!

You girls enjoy yourselves.

I'm going to find some boys to bedevil.

What's with your cousin all of sudden?

Who is *she* to give *me* attitude?

Davida--!

What can I say, D? She's having a day.

So what's your big news?

You need to keep this off *tweet*--

--but I think *Wes* has discovered Spider-Girl's secret identity.

Don't you believe her, May! Davida is just--*May?*

You okay?

La Grande Excelsior...

It's hardly *unexpected*--

--the gang war is costing us over a million dollars a day in wasted manpower and lost revenues.

I know how you and *Black Tarantula* could easily cut expenses, *Chesbro*.

Stop being CRIMINALS!

One must look at the big picture, Araña.

The occasional gang war is part of our natural order.

It cleans out the dead wood, allowing the underworld to grow and evolve.

What about the collateral damage?

Think of all the lives that are affected by this senseless violence.

How would you feel if someone you cared about was *injured* or *killed*?

Someone like your precious *Spider-Girl*?

Oh...NO!

MIDTOW HIGH

Gene Thompson seems to be getting awfully chummy with *April.*

What should I do? She doesn't know that dog like I do.

I'm going to have to play *lip blocker.*

At least I hope it's their *lips* I'm blocking.

Hey, Gene!

I notice *Simone* hasn't been around since all that craziness last week.

You must miss her terribly.

Any idea when she's coming back to school?

Uhhh... no.

You don't miss your *girlfriend?*

O-of course, I...

W-why do you care how I feel?

I don't.

Wish her our best!

Bye now.

Mind telling me what *that* was about?
And that concerns me *how?*
Gene's my *ex.*
You don't *know* what he's like.
Pretty sure I could have found out.
The last thing I need is for you and him to--
Yo, May!
You got a minute to chat?
Wes--!
I...*uhhhh...* I wish I did... but I...I'm supposed to meet a teacher.
Can I catch you later?
Ummmm... sure!
:koff:
So... *errrrr...*
Yeah.
See you.
STAIRS
Whatever!
Weirdo!
I'm tired of pretending to be a normal teen.
Time to cut loose--
--and have some serious *FUN!*

Poor little *May!* She's wasting her spider-powers.

She's much too insecure.

Always second-guessing herself instead of *kicking wild.*

People like us shouldn't have to fret about anything or anyone.

No, they need to worry about US!

It only proves that May couldn't possibly be the real daughter of *Spider-Man.*

I'm obviously the *original* and she's the--

BUDDA! BUDDA! BUDDA!

Are those *gunshots* I hear in the distance?

Ahhhhh, music to my ears!

Well, well, what have we here?

Two groups of armed men.

Beautiful!

Can I please have everyone's attention?

The featured *entertainment* is about to take center stage.

What the--?!

I-is that *Spider-Girl?*

Sort of looks like her, but--

BRENNAN BAKERY

KWA-TWAMM!

Scarier?!?

Deadlier?!?

Whoa!

You catch that action?

BAKER

The *Tarantula* really came through for us.

We got a *costume* on our side.

Hate to disillusion you--

--I'm only on MY side!

PTAKKK!

SPAWAT!!

Hey, you're kind of cute in a mindless goon sort of way.

How's about I add a few jagged *scars?*

You'll fit in so much better with your peer group.

W-what kind of monster are you--?

You really want to *insult* me now?

Not the *wisest* course of action.

I guess you have nothing to *lose*--

--except your FACE!

Drop that man!

You're under-- YIKES!

Looks like today's your lucky day, handsome.

Kill you later!

W-what was that--?

I...don't know.

Thought she was *Spider-Girl* at first.

Spider-Girl!

SPIDER-GIRL!

SPIDER-GIRL!

Why does everyone mistake me for Spider-Girl?

I'm just spitballing here--

--but it's probably the webs.

Gotta say I like your style, lady.

Bet you could even give Spi--errrr--that other webbie a run for her money.

Who are you supposed to be--Frank'n'Elvis?!

Name's Man Mountain Marko.

What's your angle, sweetie?

Why risk your pretty little self in a messy gang war if you don't have a good reason?

What can I say?

I'm a firm believer in truth, justice and American Bloodlust.

I could use someone like you.

You interested in a job?

MIDTOWN HIGH SCHOOL

I wonder what happened to *April.*

Haven't seen her since I ran away from *Wes.*

What am I going to do about him, anyway?

Does he really suspect I'm *Spider-Girl?*

Did I accidentally let something slip when I rescued him recently?

Yo, Bro! Someone uploaded a cool video on the latest shoot-out.

Happened a few blocks from here.

Which site?

A gun battle in broad daylight?

Something's got to be done about this *gang war.*

I can't sit on the sidelines any longer.

Not while innocent lives are in danger.

Sorry, Mom! I need to break another promise.

I finally figured out the only *choice* that makes sense.

Unfortunately, it's going to be very *risky...*

POLICE
MIDTOWN SOUTH

You *serious,* Drasco?

An unsub dressed like Spider-Girl broke up a gunfight?!

Are you absolutely certain it wasn't her?

You can read the report yourself, Captain.

=sigh= Leave a copy on my desk and give me an update after you question the perps.

Sure thing, boss.

Like I really need a *mask* in the middle of this *gang war.*

CAPT. RUIZ

Sorry you feel that way, Captain Ruiz.

I came to volunteer my services.

RUIZ

That could be rather difficult from a cell.

I don't know what *game* you think you're playing--

--but you're UNDER ARREST!

=eep=

WEB OF SPIDER-MAN

#6

the SPECTACULAR SPIDER-GIRL

My name is *May "Mayday" Parker.*

I'm the daughter of *Spider-Man*--

--and I just wall-crawled into another steaming pile of *nasty.*

A *gang war* recently erupted between the *Black Tarantula,* the city's current *Kingpin of Crime*--

--and one of his bent-nose rivals.

Even though the big *T* has often aided me in the past--

--I figured I had a responsibility to help the police end this madness.

Not one of my *better* decisions!

Easy, Captain!

You don't want to ruin a perfectly good costume with an unhealthy dose of *blood splatter* and *brain matter.*

A MATTER OF TRUST!

You've got a lot of brass, Spider-Girl.

Sneaking into police headquarters when you're still a *person of interest* in an ongoing murder investigation.

Give me one good reason why I shouldn't Mirandize you and march you into the nearest interrogation room.

Well... *uhhh*...I'll give you *two.*

First, the feds already have the alleged murderer in custody.

And, second, I want to prove I'm one of the good guys--

--by helping you end the *gang war* before anyone gets killed.

I know about you, *Captain Ruiz.*

You used to be a member of *Code: Blue*--the city's elite task force assigned to interface with *super heroes* and stop *super-menaces.*

I'm betting you can still tell the difference.

Okay, enthrall me...

What makes you think the NYPD needs your help?

What exactly are you *offering?*

A JOB--?!

You're offering me a *job?*

Why would I want to work for a leather freak like you?

The name's *Man Mountain Marko,* sweetie.

I was you, I wouldn't be using that particular f-word.

The rest of the economy may be in the toilet, but it ain't too bad for *bankers, Wall Streeters* or *career criminals--*

--not that there's all that much difference between us.

This gang war is worth *MILLIONS--maybe even BILLIONS--to the winner.*

People like us can carve out a decent slice of that pie--

--*if* we choose the *right* side.

What should I call you, anyway?

I recently adopted the name *April Parker--*

--but I'm the *real* daughter of *Spider-Man.*

The *real May Parker.*

The other *May* is my clone--*no matter what SHE claims!*

You can use *May*ahem*...* errrr...that's right...

MAYHEM!

And I couldn't care *less* about money.

No problem. You gotta want *something.*

Everybody does.

Call me you ever figure out what it is.

I'll do my best to make it *happen.*

Le Grande Excelsior...

The situation is becoming critical.

If this gang war continues, we may have to apply for a government bailout.

Bad enough revenues are plummeting and expenses are skyrocketing, I just received a report that someone in a *Spider-Girl*-like costume attacked our people.

You think it was the *real Spider-Girl*--

--or could it have been her *clone?*

I assume you're referring to the *hybrid,* Araña.

We honestly don't know which one is the original or the copy.

RINGGGG!

Whatever!

The point is that one of them may have signed on with *Silverback.*

Everyone must be smelling blood in the water if even your so-called friends are turning against you.

Yes, I'll inform him at once.

I hate to agree with Araña, master... but she does have a point.

That was *Spider-Girl* on the line--

--or, at least, someone who sounds like her.

She wants to arrange a meet.

Don't go, Fabian! It could be a trap.

If it is the real Spider-Girl, I assume she is going to try to convince me to make peace with *Don Silvo "Silverback" Barraca.*

The question is--how far is she willing to go?

Is she still trustworthy?

Or does she intend to betray the *Black Tarantula?*

Can I really trust *Ruiz?*

She said she just wants to open a *dialogue* with the Tarantula.

I'm only playing matchmaker.

Yeah.

Right.

So why do I feel so *guilty?*

I'm just trying to save lives.

Why do I think this will all blow up in my face--

--like usual!

Oh, well! Time to put on a smile and head downstairs to--

April!

I haven't seen you since school got out.

How was your day?

Uhhhh... okay, I guess.

Nothing out of the ordinary.

Unless you count my run-in with *Marko.*

You do anything interesting?

Uhhhh... I have to say, *"No, not really."*

Because I promised Ruiz I'd keep our meeting confidential.

Some days are like that-- *borrrrrring!*

Oh, yeah!

Should I confide in April?

Or is it better to keep a few secrets?

Elsewhere...

What do you think *Spider-Girl* is like when she isn't in costume?

You talking about the *real* Spider-Girl, Wes-- or the one in our comic book?

CAFÉ INDIGO

The real one, Jimmy.

That's easy because she's *never* out of costume. I mean--*C'mon, Wes!* Secret identities are so *'80s*.

You really think *American Dream, J2* or any of the other *Avengers* ever take off their masks?

No way, man!

I'll admit some heroes like the *Fantastic Five* may be 24-7--

--but you're wrong about *Spider-Girl*.

?

"I'm sure she's just a regular teenager under those webs."

You've worked with Captain Ruiz for a couple years now, Dad.

What's she really like?

Nice lady. Smart. Decisive, but fair and she really listens when you make a suggestion.

I assume she's focusing on the gang war.

We all are.

That reminds me. I heard the strangest rumor at the precinct today.

Seems some unidentified vigilante in a fright mask and a black and blue costume--

Peter, *please--!* I'd like to change the subject.

The girls promised to stop web-swinging until this horrid gang war is over.

The least we can do is be supportive by talking about something pleasant for once.

Don't you agree, girls?

Whatever you say, mom.

April merely nods--

--before flashing a mischievous grin that makes me wonder about her secrets.

I spend the rest of the night avoiding my mother's eyes and the next day...

ZZZZZZZZ

MIDTOWN HIGH SCHOOL

Hello--?

I delivered your lovely invitation to my employer.

He assumes it will be a private meeting.

Uhhhh... sounds good to me!

Excellent! He has a suggestion for time and place.

I take down the info--

--and immediately call Ruiz.

I heard from the Tarantula.

We're on, but he's only expecting me.

I understand.

Call me later and we'll work out the details.

Drasco, tell *Code: Blue* the meet's a go.

You sure you want those hot dogs, Captain?

CAPT. RUIZ

Absolutely! Only a naïve fool would confront the *Black Tarantula* without the appropriate backup.

The Tarantula may be a professional criminal, but he's always had my back.

I guess that's why I'm feeling like a total traitor when I suddenly round a corner--

--and find *April* with *Gene Thompson!*

What do you say, April?

Let me get back to you.

Is my former boyfriend really interested in April--

--or is this just another one of his head games?

What's with Mr. Thompson?

He's wants to get together later.

Why?

Duh! You couldn't possibly be *that* dense.

Oh, great! How do I keep them apart without coming across like a jealous ex?

Any chance you could cancel?

Ooooo! Looks like I'm not the only bad girl in the family.

This has to stay just between us, but I was planning a little *web* thing later.

I knew your poor mother was just fooling herself.

I'll tell Gene the bad news and join you on the roof.

What have I done? Not only did I break a promise--

--I compounded my crime by dragging April into it.

You okay, May?

You look like you're carrying the weight of the world.

I... I'm fine, Wes.

I'm here if you need a friend.

That's very sweet of you.

Any chance we could get together after school?

There's something we need to discuss.

Uhhhh...can it wait until tomorrow?

I'm afraid I already have plans and I'm running late.

Don't let me keep you!

I can't even guess the kind of pressures you're under.

W-what's that supposed to mean?

Does he suspect I'm *Spider-Girl*?

Talk about an interesting development...

What is it, Don Silvo?

My contact in police headquarters informs me that a secret meeting has been scheduled between *Spider-Girl*, *Captain Ruiz* and the *Black Tarantula*.

What'cha want done, boss?

Even though they didn't invite me, I'll still send a gift.

Guido, I want you to call the *Supplier*--

"--and hire his top *assassination team!*"

Hope I haven't kept you waiting!

That Thompson boy can be so clingy at times.

I don't know what's more disturbing...

...imagining *April* with *Gene*.

Or worrying about *Wes*.

According to Davida and Courtney, he's learned something important about Spider-Girl.

I'll use my hybrid powers and be ready in a sec.

I like Wes. He's a good guy. But I don't know him well enough to trust him with my biggest secret.

All set and ready to-- *whoops!*

You say something, April?

Just... *TA-DAAA!*

I update April as we head across town...

So you got the plan?

I'm going to try to convince the *Tarantula* that peace is in everybody's best interest--

--and he can start the process by meeting with *Ruiz*.

What is it with you and these stupid *Kumbya* moments?

Why don't we just beat him bloody and leave him for the cops?

Always a pleasure to have you on board, April.

Since the Tarantula expects me to come alone, you're going to wait outside--

--and use *this* to alert Ruiz when I give you the signal.

For *this*, I gave up a date with *Gene*?!?

Nearby...

We need to keep a low profile, Lieutenant Yaneski.

I don't want anyone jumping the gun.

What's the *go-sign,* Captain?

Spider-Girl assured me we'll know it when we see it, Tank.

I still say delaying is a mistake.

We should hit the building--

POLICE

"--as soon as we confirm the Tarantula's arrival."

Place looks deserted.

It's *not.*

From the way my *spider-sense* is tingling, I'm done feeling guilty--

--because the Black Tarantula also *lied.*

He's not alone, either.

This must be where they store all those decorative apples they sometimes plant around the city.

Honey, I'm here!

Uh-oh!

I wasn't surprised to hear from you, Spider-Girl.

I knew you'd want to discuss the gang war.

I just hope--

--that's *all* you want.

What's *that* supposed to mean?

Must you insult my intelligence?

Do you really think I wouldn't scout the area--

--and notice the massive police presence a few blocks away?

Oh, Ruiz! What have you *done?!*

You should talk.

How many goons did *you* bring?

What are you-- *wait!*

You're *right.*

I sense them now.

I ♥ NY

We're SURROUNDED!

Y-you mean these *aren't* your guys?!

Hardly.

I assume my competitor sent them.

I thought I could trust you, my dear.

You apparently suffer from loose lips.

That's not *fair!*

I was just trying to help.

I thought I could *end* the violence by bringing in the police.

Oh, really?!

How's *that* working out for you?

I'll let you know in a minute.

Hey, Gene.

It's me.

Very funny, wise guy.

THWAPP!

If the police really are outside, they should join the party.

No, this thing with Mayday is a total bust.

I'm bored out of my everloving skull.

I am very disappointed with you, Spider-Girl.

I...I was only trying to protect innocent lives.

*Someone--maybe an awful lot of **someones**--will **die** if you allow this war to continue!*

What's keeping her?

Has *April* failed me?

I thought we had established a ***bond***--

--with a certain level of ***trust***.

Where is *Ruiz*?

We need to put our differences aside and work together--

--to END the war!

I might have listened to you once.

No more!

Not since you betrayed me.

If you value your life, you will not contact me, again.

Tarantula, wait! You can't leave it like this! Please! Give me a chance to--oh, no!

Get BACK, you idiots-- NOW!

KWOOOOM!

He set a booby-trap to prevent anyone from following.

W-What was that?!

J-just the TV.

I gotta go, Gene--

"--Mayday needs me!"

I'm guessing that's our signal, Captain.

So am I, Yaneski!

GO!

GO!

KTWAMMM!

This is the POLICE!

Everyone, get facedown on the floor--with arms extended--and fingers spread.

What kept you, Captain?

I was waiting on *you,* little lady.

You're not going anywhere until I get a full report.

What caused the explosion?

Who are these masked fools?

POLICE

Where's the *Black Tarantula?*

Hands *off* the merchandise!

You want answers?

You have a room full of suspects to interrogate.

I just have one question.

Who jeopardized my life by calling the bad guys?!?

How come the police took so long to arrive, April?

I don't know.

I flashed the *spider-signal* as soon as I heard from you.

You should have just listened to me--

--and beaten the *Tarantula* bloody.

Maybe so...

Things couldn't have gone worse if I had.

There's obviously a traitor in the mix.

Did the leak come from Ruiz's camp or mine?

I have only one suspect in mind...

APRIL!

#7

WEB OF SPIDER-MAN

the SPECTACULAR SPIDER-GIRL

HERE COMES WILDCARD!

Pick a *card*, gentlemen-- *any card!*

Not that it matters.

They all release the same delightful *tear gas.*

W-WHA--?!

Who the--?!

Somebody ≠koff≠ blast ≠koff≠ that freak!

PAFFT!

C-Can't ≠koff≠ draw a bead on 'im.

PFFT!

I understand you lovely people are engaged in a most entertaining *gang war.*

THOK!

I do hope there is room for an enterprising--

--and, at the risk of sounding immodest, *skillful* freelancer.

SHHHHINKT!

Since only a poet could capture the true artistry of the wonder that is *me*--

--I fear you must participate in this rather dramatic *demonstration* of my athletic prowess.

TWAKK!

SLAM!

KWOK!

Please remember to place your employer's interests *above* your own and strive for *objectivity*--

--when you describe this humiliating *defeat.*

WHOMP!

SIZZAKK!

THWAK!

I...I don't get it, *Marko.* Why's that funny-faced freak beating on the *Black Tarantula's* goons?

You heard the man, *Nunzio.* He's looking for a job.

With *who?*

Anyone that'll hire him.

I hope that ain't *us.*

Why not?

Man like that could come in real handy.

KWAP!

STOMP!

Yeah, but he's a *weirdo--*

--and *sounds* kinda creepy.

"Just a *mask* and a device to disguise his *voice.*"

WHIPP!

WHIPP!

WHIPP!

I dunno about this, Marko.

The Don--he ain't too keen on *crazies* or *costumes!*

Trust me on this, Nunzio!

We're going to need a few crazies and costumes to take down the *Black Tarantula.*

Yo!

Wild Card, is it?

My name is--

Man Mountain Marko!

Preparation, knowledge and research are their own rewards.

I do hope these pathetic individuals aren't in your employ.

Forget about them! You and me should talk...

My name is *May "Mayday" Parker.*

MIDTOWN HIGH SCHOOL

Aside from being the daughter of *Spider-Man*--

--I'm also a student at *Midtown High.*

I know I should be paying attention to Mr. Kenning's lecture.

ASSIGNMENT

But all I can think about is the *gang war* that's spreading across my city like a pandemic.

Someone is trying to overthrow the *Black Tarantula,* the current *Crime Czar*--

--who, for reasons I've never fully understood, has often aided me.

Although I promised my *parents* I'd stay out of this mess--

--I recently tried to broker a peace treaty between the *Tarantula* and *Captain Ruiz* of the *NYPD.*

Unfortunately, the opposition heard about the *meet*--

--and everything went *KA-BLUEEEY!*

I'm now on the outs with the *cops...*

The *Tarantula...*

On the *plus* side--

--things can't possibly get much *worse.*

And, it's fairly safe to assume, the *opposition.*

I'm not even counting the fact that my "cousin" *April* has suddenly decided to get all sweaty with my ex-boyfriend *Gene Thompson*.

Of course, she's not really my *cousin*--

--but people would give me a hairy eyeball if I told them she was my *clone*.

At least I pray *she* is the clone.

Care to hit the batting cage later?

Is that a euphemism?

Uhhhh... could be.

Sniff *Sniff*

Pardon me for asking, *Mr. Westin--what the HEY?!*

Sorry for invading your space, *Ms. Parker*.

I had to confirm something before I shot off my mouth.

Ahhh, the fragrant scent of *green apples*-- just like I thought!

Oh, great! Wes has been trying to corner me for the past few days and he's finally succeeded.

Might as well get this over with and find out if he really stumbled upon my secret identity.

You got a minute?

There's something we need to get into the open.

What is it?

Let's go to my locker.

It's more private there and--*this is personal!*

I can't believe my *shampoo* gave me away.

He must have gotten a good *whiff* when I recently saved his life.*

*In Web of Spider-Man #3. --Brennan

Feels like I'm walking the last mile.

Can I trust *Wes* to keep my secret?

How will this affect our relationship?

What do we *know* about this guy?

Absolutely NOTHING!

He could be a *plant*--a spy who's secretly working for the *Black Tarantula* or the *cops!*

You're always thinking, *Don Silvio.*

I guess that's why you're the boss of bosses.

But I'm no dummy, either.

I never mentioned your name to *Wild Card*--

--and I gave him a test to *prove* his loyalty.

Sicced him on *Spider-Girl.*

He beats her, good for *us.*

He fails, bad for *him.*

Impressive, Marko.

Very impressive.

We should celebrate. Where's Guido?

He noticed you were running low on wine so he went downstairs to grab a few bottles.

He's in my *wine cellar?!*

"No one is supposed to go down there without my permission!"

THKT

Hello--?!

Anybody there?

Nunzio, ya better not be messing with--*hey!*

YOU?!

W-what are YOU doing here?!

My best bet is to *stonewall* Wes.

MIDTOWN HIGH SCHOOL

I'll just deny! *Deny! DENY!*

What? You think I'm *Spider-Girl?* That's the *craziest* thing I've ever heard!

Okay, we're clear.

Now listen, Parker, I don't mean to get caught up in your personal issues.

Ohmigosh! He knows.

He really *knows.*

Things aren't always what they *appear,* Wes.

Tell me about it.

I think *April* posed as you the other day.

She kinda... wellllll....*kissed me...*and that's why I've been acting so weird around you.

What? You think-- *wait!*

That is the craziest thing I've ever heard.

I'm *serious,* May.

I knew something was wrong right away.

It took me awhile to realize that it was her *hair*-- it didn't *smell* like yours.

I'm so sorry for dropping this on you.

You have nothing to apologize for, Wes.

You've been a perfect *gentleman* and a good *friend.*

April, however, has got a lot of explaining to do.

A good friend?

If you only knew...

TING!
KLAK!
SLKT!
LA GRANDE EXCELSIOR BALLROOM
The situation keeps growing more *complicated.*
Not only has *Spider-Girl* turned against you--
--but word on the street has it that *Don Silvio* has recruited some new *costumed player.*
TING!
KLAK!
SLKT!
You worry too much, Chesbro.
I, too, can acquire reinforcements.
But only if you want to drown the city in *blood.*
You need to face facts, *Tarantula.*
Don Silvio has the *momentum.*
It's only a matter of time before he comes for you.
You need to go home and forget *New York.*
Do not underestimate me, Araña!
CLAKK!
War is all about *understanding* your opponent--
--learning his *weaknesses*--
TING!
KLAK!
SLKT!
--his *fears*--
--and *striking* with maximum efficiency.
PIANG!
One should never assume the *Black Tarantula* is at a *disadvantage*--
--especially when I already know Silverback's greatest *fear.*

Why am I so *afraid?*

MIDTOWN HI
WINTER FESTIVAL &

Would it really be so terrible if someone like *Wes*--

--or *Davida*--

--or *Courtney*--

--knew my secret?

April would make the perfect confidant--

--*if* I trusted her.

I know I'll eventually have to confront her about this *Wes* thing.

I'm just not up to it now.

I need to shake out the *cobwebs*--

EXIT

ROOF

--and STRETCH my limbs PARKER-STYLE.

THWIPP!

HOO-HA!

Between constantly racing around to prevent *crimes*--

--or fighting the *super-psycho* of the week--

--I sometimes forget how much I love being *Spider-Girl*.

It's so *wonderful* to kick back and *enjoy* my powers.

I just wish I could do this more--

WHOOPS!

Incoming!

I'm being attacked by-- *a deck of cards?!*

Who am I facing?

The *Old Maid*?

The *Go-Fisher*?!

BWHAM!

PWOF!

BKOW!

WOOMPH!

:koff:

:koff:

Okay, maybe I shouldn't have been so patronizing.

Th-those gas bombs caught me in mid-swing.

Have to slow down--

THWIPP!

--and come in for an emergency landing.

BWOOM!

KWOMP!

SWOKK!

Such stylish *grace!*

Such striking *skill* and endearing *dexterity!*

Your sainted father must be very proud.

Bringing up my dad is always the *best* way to get on my good side, mister.

Based on the *cards* and your *costume,* an obvious name springs to mind--

--but *Nicholson* and *Ledger* already beat you to it!

Strike a *nerve,* did I?

Please accept my humblest and most sincere *apology.*

I have no wish to demean or insult you, my dear girl.

My sole goal is to use my considerable powers of persuasion to stop you from interfering in the *gang war--*

--even if I must beat you into a bloody COMA!

Meanwhile, at Chelsea Piers...

You're *kidding*, right?

This is your idea of a *date*?!

C'mon, April--*go with it!*

May and I used to come here all the time.

May and you--?

Yeah.

How's she doing by the way?

She ever talk about me?

What's up with her and Wes?

She's not seeing that comic book geek, is she?

What if she is?

She can do a lot better.

She dated me, didn't she?

And you're such a *prize!*

I hate to brag, but I understand that's what most girls think.

Give me that *bat*--

--and let's just pretend you're the *ball* for a moment.

THWAKK!

SHONKK!

POWER PITCH

W-was it something I said?

Nahhh!

I just *lovvvvvvvvvve* living in May's shadow.

While I applaud your zeal and determination--

--you can't dodge my *flash cards* forever, Spider-Girl.

Even with the polarized lenses in your mask, you must be suffering at least partial blindness.

H-how do you know about my mask?

I never reveal a source.

You're going to lose, Spider-Girl.

You can't fight if you can't see.

Actually, I can.

Thanks to my--

Spider-sense?!

Oh, dear! The dreaded *spider-sense!* Your almost mystical instinct which warns you of impending danger.

However will I overcome it?

I know.

I'll design a special *card.*

EEEEEEEEEEEEEEEE

ARRGH!

Be thankful I am a ***professional,*** Spider-Girl.

Man Mountain Marko wanted you ***dead,*** but I don't kill for ***free.***

You need to forget this ***gang war--***

--The next fellow might not be as ***finicky.***

Looks like I was ***wrong.***

Almost ***dead*** wrong...

Things can *always* get *worse.*

De los Estados Unidos, Señor.

Gracias.

DAILY BUGLE

STREETS OF FIRE!

DON SILVIO HAS RETURNED WILL YOU?

DON SILVIO HAS RETURNED WILL YOU?

USMC

War Journal:
New entry...
Looks like my retirement is over.
It's back to the trenches for the Punisher.

the SPECTACULAR SPIDER-GIRL

#1

FRENZ · BUSCEMA ISOTO!

the SPECTACULAR SPIDER-GIRL

South America. The not-too distant future

WAR JOURNAL

BACK TO THE WAR!

My name's *Castle.* A lot has been written about me over the years. Most of it's pure bunk, hard-boiled pulp fiction for the masses.

Hate to spoil any illusions, but I'm not and never was a psychopathic vigilante on a holy crusade to eradicate crime.

I'm just a simple *soldier* who declared war on the mob.

Once they were finished, so was I... more or less.

Like many other old soldiers, I just faded away, moving down to South America where I'd be far from the maddening crowds.

I believed my war was finally over.

I was *wrong.*

An old enemy has resurfaced and started a *gang war* in New York.

Someone I left crippled instead of dead.

I won't make that mistake again.

Not when it comes to *Don Silvio Barraca*, AKA *Silverback*.

What's the reading, Guido?

3,000 lbs. per square inch, Don Silvio.

Excellent! My strength seems to be increasing.

Hate to interrupt your daily routine, Don Silvio. I got something you need to see.

What it is, Marko?

That new guy I hired-- *Wild Card*--he sent proof of the butt-whipping he gave *Spider-Girl*.

Impressive.

I shouldn't have doubted you.

I don't get it, Don Silvio. Why hire a bunch of freaks to take down the *Black Tarantula* and his people--

--when your *exoskeleton* gives you more than enough power to squash them yourself?

A true king never enters the field of combat, Nunzio.

It's a painful lesson I learned long ago.

Speaking of your exo-skeleton, you never did tell me how you acquired it.

Curiosity can be rather hazardous to one's health, Marko.

Isn't that correct, Guido?

Whatever ya say, Don Silvio.

Got to hand it to the *masks.* They kept the streets clean for nearly a decade.

Unfortunately, cancers like the mob eventually find a way to return.

Based on the *intel* I received, seems Silvio has a *mask* in his life.

Figures my old sparring partner would inspire the next generation.

Bet this young lady's a chip off the old block--

--another sarcastic, wise-cracking, happy-go-lucky, holier-than-thou, arrogant know-it-all!

ARRGH!

I *hate* my life.

My name is *May "Mayday" Parker.*

I may be the daughter of *Spider-Man*--

--but I feel like a complete *fool* and an absolute *failure!*

Some super hero I've turned out to be.

A gang war is ripping my city apart.

Am I out protecting the innocent?

No, I'm nursing a blinding *headache.*

This is all because of *Wild Card!*

He somehow came up with a device that turned my own *spider-sense* against me.

I haven't felt this unprepared and ill-equipped--

--since the night I first learned Dad was the famous *wall-crawler*--

--and that I *inherited* his spider-like powers.

Normie Osborn--Harry's son and Norman's grandson--had decided to join the family business as the new *Green Goblin*.

Mom filled me in on the details and even showed me a trunk full of old costumes, web-shooters and souvenirs.

That's when I decided to try my hand as *Spider-Girl*.

I eventually made peace with *Normie* and we became good friends.

I also went on to fight other *super-menaces*--

--and somehow survived them all.

And yet, every time I think I'm finally getting a handle on this *web* thing--

--someone or something feeds me a bitter dose of *reality*.

I'm so lucky I have the support of my family--

--*Mom, Dad, little Benjamin*--

--and, I guess, even my "*cousin*" *April*.

Enough with the *self-pity!*

I need to focus.

There's got to be a way to outsmart *Wild Card* and--

Morning, Sweetheart.

Your mother sent me to make sure you're awake and--

MAYDAY

DO NOT ENTER

What's with the costume?

I thought we all agreed you'd lay off the web-swinging until the *gang war* was over.

Is there anything you want to tell me?

No.

Not really.

I know I promised to stay *away* from the gang war--

--and I *will*--

--but I still have a responsibility to use my powers to help people and protect them from harm.

I... understand.

I knew you would.

What was *that* all about?

Does he suspect the *truth?*

Does he know I'm *lying?*

WNBA

The problem with retirement is the tendency to grow soft.

Unless you choose a hotspot for drug traffickers--

--and keep relatively active.

Still, I have lost a few steps over the years.

That isn't the only difference since my last visit to the *States.*

I understand *Don Silvio* is trying to wrestle control from the Big Apple's current *Kingpin of Crime*--

--a fellow South American called the *Black Tarantula.*

SHRRRAKKKT!

Please inform the *Don* that I am growing irritated with his pathetic attempts to *overthrow* me.

Good morning, gentlemen.

I have a message for *Don Silvio.*

Unless he *desists* at once--

--I will be forced to *respond* in kind.

Do you need me to clarify or repeat anything?

Wow!

MIDTOWN HIGH SCHOOL

Talk about a *hangover!* Why didn't you invite me to the party?

It's just a simple *headache,* April.

Yeah, pull the other one. I saw you drag in last night.

Forget about my nonexistent social life and tell me about your date with *Gene.*

MIDTOWN PRIDE

What is it with you two? He asks about you. You ask about him.

No one cares about poor *April.*

April, *wait!*

There's no need to be jealous. Gene and I are so *over.*

Yeah, I believe *that* about as much as the *headache* story.

I know I should chase after her, but I've only got a few minutes before my next class--

--and I want to use them productively.

Hello, Kaine--?!

This better not have anything to do with your local ***gang war.***

Kaine is another former outlaw who decided to go straight and now works in a top secret government agency.

Aside from nailing the *Black Tarantula* for his outstanding federal charges, we've got no interest in this mess.

Any chance you could check your data-bases for someone who calls himself ***Wild Card?***

Why not?

My boss just loves it whenever I waste government resources doing your grunt work.

Thank you, "Uncle" Kaine.

ARCAD

CLOSED

I don't blame Kaine for being so grumpy.

I'd probably feel the same if I was stuck in a secret headquarters beneath an abandoned amusement park.

After Kaine rings off, I speed dial another friend.

Hey, Normie! I could use a favor.

Please tell me you're not involved in this gang war nonsense.

Sheesh Do you guys rehearse this stuff?

Do me a solid and see if you can dig up anything on a costumed creep named *Wild Card.*

Was that Spider-Girl?

Haven't heard from her in awhile. How is she?

Not as well as I'd hoped, Brenda.

I'm afraid she's headed for trouble... as usual.

OSBOR
PLAZ
CORPORA

Yo, May!

Courtney and I have been looking all over for you.

What's up, Davida?

The gang's gathering at *Café Indigo* after school.

Figured you'd want in.

Sounds like fun.

We already tried to invite your cousin.

But she has a previous commitment.

April has other plans?

That's what she said.

Of course, Davida believes she's just ditching us.

Didn't sound like April was still into Gene...

"I wonder *who* she is meeting."

It's always about *May.*

Never *April.*

Heck, I'm even stuck in a second-rate version of *her* costume.

It's not fair!

May should be copying *me.*

She and her entire stupid family think she's the *original.*

I know *better.*

I'm the *real* May Parker.

Norman Osborn kidnapped me when I was still a baby and I spent most of my life inside a *test tube.*

When I finally escaped, I tried to reclaim the life that should have been mine.

ROOF

But everyone is convinced I'm the *clone*--

--just because I have some freaky, shape-shifting, *symbiote*-like powers!

The *Parkers* may have adopted me as May's long lost "cousin"--

--but I'm tired of living in her shadow.

It's high time I marked my own territory!

What's keeping that spider-babe?

I thought we already cleared up the confusion about my name, Marko...

It's not Web or Spider anything.

It's just MAYHEM!

Just a little outfit I whipped up.

Why'd you call me?

The gang war's about to *heat up.*

The *Tarantula* hit one of our warehouses earlier today so the boss has decided to *double-down.*

"We're going to *retaliate*--

Sorry.

Won't make that mistake again.

Love the new threads, by the way.

"--by *fire-bombing* a couple of his bookie parlors!"

SHA-BWOOOM!

What the--?!
Must be a *gas* leak--!
Let's go take a *look*--!
CAFÉ INDIGO
No!
We need to stay in here and keep out of the way.
The firemen will have enough to worry about it.
They could probably use my help.
How do I slip away after telling everyone else to--
Ohmigosh!
I...I'm so *sorry*, May. I was trying to get closer to the window and--*Please forgive me!*
Forgive you, Wes?
I could *kiss* you right now.
L-let me know if it stains.
I...I'll pay the cleaning bill or replace it.
You okay, May?
I'll be fine, Courtney.
I just need to hit the girl's room and clean myself up.
Sorry about the spillage, sir.
No sweat, kid!
Happens all the time.
?!

Entry continues: You spend a lot of time with your hobbies when you're retired.

I never developed an interest in *golf* or *mah jong.*

I like to fly *kites* and watch *birds*--

--of the *drug dealing* variety.

For once, I couldn't care less about the cargo or the players.

I just want the plane.

Got to hand it to *New York's Bravest.*

They've already contained the fire to a few buildings.

I'm here to help, Chief.

What can I do?

Keep on swinging and don't bother to stop.

Last thing we need is an amateur underfoot.

With all due respect, sir, I'm going in anyway.

I don't need your permission.

Not when lives are in danger.

:sigh:

All right! All right! The ground floor's impassable.

We need help evacuating the upper apartments.

Sometimes your *mission* is crystal clear.

You know *exactly* what you have to accomplish--

--and you *go* for it!

You truly believe that this is what you were ***born*** to do.

POLICE

POLICE

I confess that I occasionally wonder why I called myself *the Punisher.*

Is it because I want to punish the mob for murdering my family?

Or myself for allowing the murder?

The answer isn't as clear as the mission.

D-did you catch that action?

N-no way that's the real *Punisher.*

Guy's gotta be *dead* after all these years.

I just know he's wearing the *skull--*

--and just blew a three month investigation.

We need to call this in-- *immediately!*

If there's even the slightest chance that's *Castle--*

"--every law enforcement agency in the good old *U.S. of A.* is going to freak!"

Here's the last of them--!

You sure?

Absolutely!

Spider-Girl, *freeze--!*

We all appreciate your help, but you're still wanted for questioning in connection to--

Whoa!

Out of my way, boys! I got a job to do.

Did you call me "*Spider-Girl*"?

You don't *look* like a Spider-Girl, Chief.

Can't say I ever recall *seeing* a Spider-Girl.

Well, well...I may have been wrong about that party.

Seems I'm not the only one with--

--secrets!

HOO-HA!

There are times I just *love* being *Spider-Girl!*

ZZZZZZZZ

That you, Spider-Girl?

Kaine, old buddy, old pal!

It's so good to hear from you.

I knew you'd come through on *Wild Card.*

Sorry.

Man's a ghost.

Found absolutely ***nada.***

He's not why I'm calling.

I just picked up an interesting tidbit from a contact in the *DEA.*

Seems your ***gang war*** has attracted the attention of a highly skilled and heavily armed ***suspect--***

"--has your father told you about the *Punisher?*"

AMERICAN DREAM
THE DIFFERENCE!

Less than twenty minutes ago, ***Shannon Carter*** listened with growing horror to the police scanner on her motorcycle.

A few stores had been ***firebombed*** in Forest Hills--

--the result of a city-wide ***gang war.***

Overhearing a description of a fleeing ***suspect vehicle,*** she managed to track it to a Queens warehouse.

I imagine your ***mothers*** would be very disappointed with you.

I don't know what you were trying to accomplish, but there were ***innocent shoppers*** in those stores.

Apartments above them!

Children on the street!

You may accept those people as ***collateral damage.***

I DON'T!

SHUT IT!

We don't need a condescending lecture from some star-spangled wannabe!

Captain America had a far grander mission than mine.

He was the *Sentinel of Liberty.*

I'm only a glorified *trash collector--*

--who defends the *innocent* and *helpless* from the likes of you.

You're also a *poor shot* because you missed me by a--

HUH?!

SHKATT!

CLANG!

SWOOOSH!

I SURRENDER!

P-please don't hit me and I'll tell you everything.

Talk!

W-we were hired to take out a *bookie parlor* stashed behind the stores.

There's another *hit* going down.

Where?

WHEN?

He barely stutters out a time and address--

--before the front door is *blown* and the room floods with *police.*

Sorry for the delay, American Dream. DA said we'd need a *no-knock* before we could--

Hey! Where you going?

Chatty Cathy will fill you in, Officer.

There's another target and you need to scramble an immediate response team.

I recognize the location.

There's a *day care center* next door.

I doubt the police can mobilize and get across town in time.

URRDOOOOM!

But a lone rider on a motorcycle just might make it--!

Even as she slams the accelerator, *Shannon Carter* remembers the accident that killed her parents and almost crippled her.

She recalls moving in with her *Aunt Peggy*, whose sister was an *Agent of S.H.I.E.L.D.* and dated *Captain America.*

Inspired by *Sharon Carter's* exploits, Shannon began a daily exercise program--

--that dramatically increased her *strength, stamina* and *agility.*

She eventually donned a costume, joined the *Avengers*--

--and proved that the right individual can always make a *difference.*

An icy fear grips Shannon's heart as she races around the final corner...

Oh, no! I'm too late.

I...I failed!

KINDER CARE

No! NO! Captain America would never *surrender.*

He'd *find* a way--!

Got to trigger my *ejection seat!*

The timing will be tight.

But you can *always* make a difference--

--If you *refuse* to give up!

KA-BWOOOOM!

Whoa--!

Did you catch that crazy broad?

She blowed up real good.

I love the smell of *fried Avenger* in the early evening.

Uhhh...

Guys?

I think we got a problem.

Indeed, gentlemen...

CALZONES

This crazy broad intends to ***detain*** you until the police arrive--

--and she truly hopes you'll try to ***resist.***

THE END... FOR NOW!

#2

the SPECTACULAR SPIDER-GIRL

WAR ZONE!!

the SPECTACULAR SPIDER-GIRL

IN THE SHADOW OF DEATH!

There's an old cliché about desperate times calling for *Blah Blah Blah!*

Not only is *New York* in the grip of a vicious gang war, the *Punisher* is back in town.

I'm talking the original, take-no-prisoners, shoot-em-all *Frank Castle* bogeyman that super heroes used to scare sidekicks.

People are going to die unless I end the war--

--which is why I'm suddenly going all *Darkdevil* on these poor slobs.

My name is *May "Mayday" Parker*--

--and I am the daughter of *Spider-Man.*

Sorry to ruin your evening, gentlemen.

I need to know *who* declared war on the *Black Tarantula,* the city's current Crime Czar.

And *where* do I find him?

Forget it, Webs! We ain't got nothing to--=URRK=

Oh, I'm pretty sure you'll eventually open up.

It's all a matter of time and endurance.

My time.

Your endurance.

Hope ya got all night, lady.

We been beat on by the best.

Doubt it.

This is my first visit to your lovely establish-ment.

Although time could become a factor.

I need to wrap this up before *Wild Card* tracks me down.

He's already beaten me once and threatened to kill me the next time we--

Oops! Almost caught napping.

Yer mask's too tight if you really think we'll rat out Don Silvio and--

Bingo! We have a winner.

Okay, genius! First prize is your very own supply of--

--*impact webbing!*

I believe you mentioned a *Don Silvio--?!*

Barraca.

Speak up, son! The tight mask affects my hearing.

LIGHT

POLICE

Seems like *Spider-Girl* is on a rampage.

Reports are she's hit at least four bars.

I don't know her all that well, *Detective Drasco,* but I suspect she's motivated by the rumors about *Frank Castle.*

Are we sure it's really him, *Captain Ruiz?*

The *Feds* think so, *Parker.*

NOTICE

WARNING

If the *Punisher* has come out of retirement, we can expect a real bloodbath.

I just wish *Spider-Girl* would work with us--

--instead of running off on her own.

The Punisher--?!

I...I thought he died years ago.

Yeah, he's *exactly* the kind of lunatic I want *May* facing.

You told me your brilliant plan would keep her *out* of this stupid gang war.

Trust me, Mary Jane...

I will stop her.

CAFÉ INDIGO
EST 1998

HA HA HA HA HA!

What a bunch of dweebs!

I don't know who was more surprised--Jimmy or the teacher.

Hey, I knew I had the right answer.

Like usual!

Anybody know if Mayday plans to join us tonight?

I'll bet she's out web-swinging without me...*as usual!*

Doubt it! I think my cousin ditched you for a cooler pack of pals.

That isn't very nice, April.

Just keeping it real, Heather.

May's got a lot of responsibilities.

She cares about her grades and helps take care of her baby bro.

Unlike *some.*

Watch your back, buddy boy!

Why is *Wes* leaping to Mayday's defense?

What does he know?

"What does he *think* he knows?"

Care for another sip, genius?

Anybody know how long this webbing stuff is supposed to last?

About an *hour.*

EXIT

Don't do anything stupid and no one will get hurt.

I'm guessing you're the man to see...

Tell me *exactly* what you told the web-head.

LIGHT

Uhhh...

Sure.

KLICK

sigh

I warned you about *stupid.*

KPOK!

POK!

KAPOOM!

Arrrgh! I hate playing super-bully. I'm supposed to protect people, not threaten them!

Still, I can understand the allure of cutting loose--

--and certainly can't argue with the results.

What have *you* got for me on *Barraca*, Normie?

Quite a bit, actually.

Seems *Silvio Barraca* AKA *Silverback* was the last of the old-school mobsters.

Belonged to an organization called the *Maggia.*

OSBORN PLAZA

CORPORATE HEADQUARTERS

While *Wilson Fisk* was uniting the independent gangsters and taking a more corporate approach to crime--

--*Silvio* and his crew still reveled in blood oaths, omertas and vendettas.

It is widely speculated that the *Punisher* crippled *Silvio*--

--and left him alive as a warning to others.

All we know for sure is that the *Maggia* was finished--

--and so was *Frank Castle.*

His war with the *mob* was finally over.

Explains why he's back!

He heard about *Silvio*--

"--and this is *personal!*"

Forget about *Spider-Girl*, *American Dream* and all the other angry costumes, my friend--

--I got it on good authority that *Frank Castle* is back in town.

I was you, I'd find a deserted island.

You, of all people, should know me better than that, Drasco.

POLI
MIDTOWN S

Silvio Barraca fears NO ONE!

Marko! Get hold of our pet masks!

The time has come to go *nuclear* and end this *gang war!*

W-what's the *plan,* Don Silvio?

The Black Tarantula! Spider-Girl!

Clear'em OFF the board!

We're going SCORCHED EARTH!

KPOK! POK! KA-POOM!

VALENTINE MOTORS

KPOK! POK! KA-POOM!

We got this mook covered, Mr. Valentine.

Uhhh... that's good, Tony!

You keep him occupied while I slip out my secret escape hatch and call for reinforcements.

You hear me, Tony?

Tony?

D'ohh!

You're Richie Valentine.

Me--?!

Nah!

Just a customer, waiting on a brake job.

I know this is a chop shop and you work for the Black Tarantula.

I figure he's the one gave me the heads-up up on Silvio--

--but NOBODY plays the PUNISHER!

B-Black Tarantula? Silvio? Punisher?

I...I swear... I don't know *any* of these people.

No problem...

KWA-BWOOM!

I'm sure he'll get the message.

TINE MOTORS

What's wrong with me?

CAFE NOIR

I hate the way May's parents boss me around, can't stand her friends and find her life boringgggggg.

So *why* am I so jealous of her?

Why do I still want her life and--

RRRRRING!

Hallelujah!

I was hoping he'd call.

I am so out of here!

This is my chance to forget about *May*.

It's the only time I don't care which of us is the *original*.

(Even though I'm still convinced she's *my* clone!)

This is when *April Parker* truly comes into her own as--

--the *merciless MAYHEM!*

According to Normie, Don Silvio has a mansion in Brooklyn and--*whoa!*

T-that's *April!*

She's wearing a freaky new union suit, but I'd recognize her anywhere.

Why is she dressed like that?

Where's she headed in such a hurry?

Looks like she's waiting for--*oh, no!*

Man Mountain Marko!

What's April doing with a mobster like that?

I hope you know what's at stake.

The big boss, himself, chose you for this mission.

He won't be disappointed, Marko.

The target's as good as *dead.*

We're all counting on ya, kid.

Yeah...

I was wondering when you'd drop in, May.

In case you forgot, I have a *spider-sense*, too.

What are you doing, April?

I'm finally stepping out of your shadow--

--by ending the *gang war!*

H-how--?!?

No more dithering or worrying about anyone's feelings.

I'm going proactive by modeling myself after the *Punisher*--

--and KILLING all the bad guys!

Starting with the BLACK TARANTULA!

=sigh=

No.

You *won't.*

You *can't.*

WHO can stop me?

Certainly not YOU!

=GYYYYK=

Not only do we share the same *spider-powers*--

--I also possess those of the *Venom symbiote*.

You're hopelessly *outmatched*, sister.

Besides, my way will actually *save* lives-- *innocent lives!*

B-but it's *wrong!*

There's no justification for cold-blooded *murder.*

THWIPP!

GROW UP!

The old morality may have worked for *our* father-- *but no more!*

Times have changed.

The heroes have become as *vicious* as the bad guys.

The friendly neighborhood days are OVER!

If you want to survive, you need to *go grim!*

GO GRITTY!

Trust me, May! I'm only telling you this for your own good.

There's no room for a traditional, upbeat, true blue super hero anymore.

Take a good look at *me.*

I am the ghost of SPIDER-GIRL FUTURE!

No!

NO!

We don't have to follow the *trend,* April.

We can *lead* by example--

--and become the *heroes* we were meant to be!

I believe in the friendly neighborhood route--

--and really hope you'll choose to join me.

I might consider it--

--after I whack the *Black Tarantula.*

We both know that's never going to happen.

Even if you could get past me--which is still debatable--what makes you think you can beat him when I never could?

You couldn't defeat *Tombstone,* either.

He left *you* for dead--

--so I showed *him!*

Y-you killed Tombstone?!

THWAKKKK!

Who do you think did it--the *EASTER BUNNY?!*

You are *soooooooo* out of the loop.

He wasn't even my first.

Certainly won't be my last!

I... *failed.*

April is my *clone.*

My *responsibility.*

It's my job to show her the ropes.

Teach her about *justice*--

--*honor*--

--and *morality.*

I got so caught up in my own soap opera, I never saw the *real* April.

She became a *monster* on my watch.

How do I bring her back from the *edge*--

--without going over myself?

There must be a way to--*oh, no!*

Spider-sense suddenly kicking into overdrive.

Is April planning to kill me, too?

Could it be *Wild Card* or--

We need to *talk.*

Hope you're not as *pigheaded* and *naive* as your old man.

Li'l Benjy

THE SPECTACULAR SPIDER-BABY

"The Stronger I Am, The Sooner I Sleep!"

By Tom DeFalco & Colleen Coover

My name is Benjamin Richard Parker, but my big sister just calls me...

MIDTOWN TYKES DAY CARE

FLIP!

SPIN!

THUMP!

I'M STARTING TO WORRY ABOUT LI'L BENJY.

THE POOR CHILD ALWAYS SEEMS SO *TIRED.*

ZZZZZ

THE END!

RED, WHITE AND KA-BLOOEY!

They say there are no more heroes.

Encased within the flying battle-suit originally called *Project: Human Fly,* sixteen-year-old *Jack Jameson*--*JJ* to his friends--proves them wrong on a daily basis.

A *gang war* has recently erupted in New York City and the *Buzz* is on *full alert.*

Yo, Richie!

Someone just ripped a *big one...uhhh...* a few blocks *behind* me.

KWABOOOM

Very helpful, Brain Boy. You have an internal compass-- use it!

Kind of hard to do when I'm in the middle of a loop-de-loop.

How's about I just zip around so you can catch it on your monitor?

We good?

Yeah. Valentine Motors.

I've already punched it into the police data-- oh, no!

VALENTINE MOTORS

Seems the cops have this place flagged as a suspected chop shop.

Owner's a guy with a major rap sheet named *Richard Valentine*, also known as *"Handsome Richie"*.

*Don't be bitter! You'll always be the **handsomest Richie** to these buggy eyes.*

Man, you really have to get out more!

Police scanner indicates that Fire and Rescue are already enroute.

No need for you to risk the suit in a building filled with combustibles.

You hear me, JJ?

JJ--?!

Ahhhh, man! *Why can't you ever listen to the tech guy?*

Too impulsive and inquisitive, I guess.

Insane *is more like it!*

Whatever! I need to see if anyone's in here.

Smoke is pretty thick.
Hard to see.
Switch to infra-red and 360° vision, knothead.
Uhhh... right!
Oops!
Looks like you were right about those combustibles, Rich!
PRESSURE AT MAXIMUM
It's a garage, idiot!
Love the unconditional support, bud.
Good thing I'm here, though.
Acoustics have detected a heartbeat.
HELP!
Get me OUT of here!
Mr. Valentine, I presume.
How's about we save the formal introductions until after the rescue?
Easy, dude.
My bug zapper will free you.
Hands OFF the civilian, masked man!
What the--?!

Last time I checked, there was a warrant for your arrest, Buzz.

So I assume you're a player in this *gang war.*

Not me!

I'm a *lover,* not a *gangster.*

Any chance you guys could settle this *outside?!*

Richie, it's *American Dream*-- *in the ever-loving flesh!*

She looks like a cross between *7 of 9, Eliza Dushku* and *Lindsey Vonn.*

BOOYAH!

Try to stay **focused,** stud.

That place is going to **blow!**

Roger that!

Unfortunately, she moves as fast as *Spider-Girl* and keeps blocking the exits.

So make your own!

Time's running out, JJ.

The temps are *red-lining!*

Yeah, but I can't leave her behind.

Why not?

BWA-WHOOM!

I just love it when a beautiful woman throws herself at me.

How do you feel about *haymakers?*

So I can make like a *hero!*

If you're really a good guy, why are the police after you?

Long story.

I'll tell it to you over a romantic dinner sometime.

Like that's *ever* going to happen!

Why should I do *that?*

Just *hold on* and keep your shield *above* us!

KWAMM!

Ouch! She shot you down and completely cut off your--

E MOTORS

KNA-BWA-TWOOM!

How you doing, Mr. Valentine?

To be determined.

I need to call my insurance agent first.

Hoo-boy! This gang war has gotten totally out of hand.

It's gotta be stopped before this whole city goes up in flames.

Can I count on your help?

Uhhh... sure.

Why the hesitation, Hero-Man?

It's a school night--

--and I have a curfew.

THE END?

the SPECTACULAR SPIDER-GIRL #3

FRED-BUSEMA

the SPECTACULAR SPIDER-GIRL

There are some days it just doesn't pay to don a *costume* and play *hero.*

Days when *New York* is ablaze with another *gang war.*

Days when my clone *April* (*at least I hope she's the copy*) is on a virtual suicide mission to kill the *Black Tarantula.*

Days when I'm trying to avoid a deadly assassin named *Wild Card.*

And, of course, days when I suddenly find myself on the wrong end of a full automatic held by the legendary *Punisher.*

I hoped you'd listen to *reason,* young lady. I just wanted to *talk.*

But you *called* the play.

Says the gun-toting *psycho.*

My name is *May "Mayday" Parker.*

I am the daughter of *Spider-Man* and there are days I just feel like I'm...

CAUGHT BETWEEN KILLERS!

I don't have time for a prolonged battle.

I need to keep *April* from reaching the *Black Tarantula*--

--and doing something that will only end in *blood* and *tears!*

Oops!

Did I just *collide* with your overgrown popgun?

KWAK!

Sorry about that!

I seem to have caught a bad case of *clumsy* today.

Dad told me his non-stop patter served at least *three* functions.

It created the illusion of *confidence*--

--distracted his enemies--

--and distracted *him*--

--so that he just reacted to the flow of battle on an *instinctive level.*

He fought the *Punisher* on a few dozen occasions and survived every one--

--so I'm pulling a dad!

For your own safety, I suggest you lay back--

--and think of comfy *jail cells.*

What the--?!

It's like I'm glued to the ground.

Maybe I was wrong about you, kid.

Maybe you're not *related* to the original web-head.

He never did anything like *this!*

Maybe he just didn't *try!*

Hmmph...

...if I can see you...

...I can kill you!

YIKES!

No wonder the Punisher is so *feared* and *respected.*

He *never* gives up.

Although his aim seems a might *off.*

Has old age finally caught up with him?

Is his eyesight going?

Or is he deliberately missing me?

There's only one way to find out--

--while I trust my *spider-sense* to lead me through this maze of fire.

You say you want to talk.

Where have you *been* all these years?

Why have you suddenly decided to come out of retirement?

All that matters is that I heard about your little *gang war.*

The man who started it-- *Don Silvio Baracca*-- and I have unfinished business.

So stay *out* of my way!

Sorry, it's my responsibility to *save* lives.

ALL lives!

That includes *Silvio* and his henchmen.

Even if his death would prevent *innocent people* from becoming *collateral damage?*

Sounds like a *standoff,* kid.

But I've got the upper hand and--

THOK!

PAFF!

PFFT!

Incoming--!

I so hate to *intrude*, my good fellow.

Unfortunately, you are guilty of *poaching*.

I was hired to *kill Spider-Girl*.

If there can be *honor* among thieves, assassins should also *respect* each other.

I... I can't *see!*

You did something to my *eyes*.

I-it's *WILD CARD--!*

TWAKK!

Now what?

Do I stop these two lunatics from *killing* each other--

--so they can concentrate on *me*?!?

Or do I go back to trying to prevent *April*--

--from whacking the *Black Tarantula*?!?

Hoo-boy!

There certainly are some days...

=sigh=

What are you *doing,* May?

Why won't you answer your phone?

Are you still risking your neck in this stupid *gang war*--

--after *promising* your father and me you wouldn't get involved?

Oh, well! If I can't get in touch with you--

"--maybe I should try *April!*"

Talk to me...if you dare.

Is that **you,** *April? You sound...* ***different.***

Uhhh...sorry about that, *Auntie M.*

Just having fun. S'up?

Have you seen *May?*

I can't seem to reach her.

I don't know where she is now.

We had a *disagreement* earlier.

I'm sure she'll tell you all about it--

--and you'll probably take *her* side.

You know better, *April.*

Peter and I *don't* play favorites.

Whether you believe it or not, you're *not* on your own anymore.

You belong to our *family* now--

--and you are *loved* and *cherished.*

HA!

It seems *Spider-Girl* has abandoned us.

A fact you would know--

--if my *flash cards* hadn't temporarily blinded you.

War Journal: A good soldier always *scouts* the terrain before battle--

--and tries to prepare for the unexpected.

You should have stayed *retired*, Frank.

This is no business for *old men.*

Keep talking, Freak!

It helps my aim.

BDAM!

:UFFT:

Talk about embarrassing! I knew that was *coming* and still couldn't *dodge* it.

Guess I ain't the only one who is *slowing down.*

Your gaudy costume and fancy act are *wasted* on me, pal.

W-What do you mean?

Pretty obvious *Spider-Girl* is your main concern.

Mine's *Baracca.*

We can deal.

Alas, there are issues with your *reputation* and *credibility.*

You *think--?*

KUNK!

ARRGH! I lost April's trail and don't know where she's headed.

Got to warn the Black Tarantula by calling his--

Hello, Chesbro? This is Spider-Girl. Put your boss on the line!

Are you mad?

You betrayed my master to the police.

He threatened to kill you if you ever meet again...

His life is in danger.

Really?!?

What part of Black Tarantula don't you understand?

The man runs an international crime cartel.

His life is always in jeopardy.

He's been targeted by my clone. She's a hybrid with my spider-powers and those of the Venom symbiote.

And you have the audacity to think he needs your--

Can the BLACK TARANTULA come out and DIE?

Le Grand Excelsior Hotel-- HURRY!

Get BACK, Chesbro!

Araña--?!?

My, my, what are *you* doing here?

THWAK!

I can't wait to hear the juicy details.

You'll have to fill me in after I kill the *Tarantula* and--

ZAAA-BWOOM!

See to *Araña*, Chesbro.

I will *attend* to our guest.

As you wish, master.

Okay, you got in a lucky shot, but I'm going to--

No! NO!

This fight is *not* happening.

You don't *belong* here, Spider-Girl!

Leave *now* and you will not be *harmed.*

I can't believe you're *protecting* this creep.

I say we just *kill* him, end the *gang war,* and celebrate with a couple of *lattes* on our way home-- *my treat!*

Nobody dies on my watch, *Ap--uhhh-- Mayhem.*

Go, and take the *freak* with you.

Freak--?!?

Mister, I'm a living *nightmare.*

NO! DON'T--!

He's just trying to *bait* you.

Enough!

I have little tolerance for either of you.

SWOK!

Your clone will *pay* for attacking *Chesbro* and *Araña*.

Who you calling a *clone*?!

Seriously?!?

That concerns you?

Easy for you.

Everybody just assumes you're the *original*.

But it's a LIE!

KWUNKK

Admit it!

I want him to hear the *truth* before he dies.

Stop it!

Now is not the time to--

Spider-Girl, will you please--

ADMIT IT!

=UGNN=

QUASHH!!

H-have you *lost* your everloving *mind*?!?

You *chose* to get between us.

You only have *yourself* to blame.

I may have to clean your *mess*--

--but I've heard enough *bushwah!*

Omigosh!

Clear the area--!

Don't *look*, Ryan!

Man, I gotta get this on *UTube*.

What's with the *Tarantula*?

Why isn't he *trying* to save himself?

Was he *stunned* by the impact?

Guess it really doesn't matter as long as my *impact webbing* is on it.

SPWAT!

THWIPP!

I see you saved yourself.

Doesn't change the fact that you focused on the *bad guy* first.

He *needed* me.

What about *my* needs?

You think it's easy playing backup to your holier-than-thou *Blah Blah*?!?

But that's about to *change*.

I had a little chat with *mom* today.

She says she loves *me*.

ME!!!

What's your point?

You've been REPLACED, May!

Your mother doesn't love YOU, anymore!

Y-You're crazy!

Am I?

ABSOLUTELY!

THWIPPPP!

You can try to deny it all you want.

I heard the truth with my own ears.

I'll prove I'm the real daughter of Spider-Man when I end this gang war.

You think you'll win dad's approval by committing murder?!?

That's crazy talk!

Stop calling me CRAZY!

It hurts my feelings.

Like I'm about to hurt you.

Since the world doesn't need two Spider-Girls--

--the time has come for you to go *bye-bye.*

Face it, May!

No one will even miss you.

KWAAAK!

I am so much more *powerful.*

Prettier, too.

T-this isn't about *me,* April.

You need to *stop--*

--before you truly become a *monster.*

Why can't you get it?

I already *passed* that point.

WOMP!

SWAKK!

SKKONK!

SKRAT!

CRAKK!

TWAM!

THWIPP!

You just can't *quit*, can you?

Okay, if I gotta cross the final T...

SO BE it!

SKWA-THUNK

TO BE CONTINUED...

Li'l Benjy

THE SPECTACULAR SPIDER-BABY

"Getting Ahead!"

by Tom DeFalco & Colleen Coover

My name is Benjamin Richard Parker, but my big sister just calls me...

MIDTOWN TYKES DAYCARE CENTER

Hey, Shelly! Want to see a cool trick my daddy taught me?

Why not? Maybe I can teach it to mine.

He could use some new material.

TA-DA!

I'm standing on my *head.*

That's *nothing,* Raff!

Li'l Benjy can *hang* from his!

END!

the SPECTACULAR SPIDER-GIRL

THE RAZORED PATH!

I call myself *April Parker*, and I'm the *REAL daughter of Spider-Man.*

A *phony!*

A *counterfeit!*

The girl the world knows as *May "Mayday" Parker* is a *fake!*

She's my *clone* and I'm tired of living in her *shadow.*

Tired of following her *rules--*

--her *ideals.*

A *gang war* is destroying this city, but she doesn't have the guts to stop it.

I *do.*

I'm going to *kill* all the gang leaders and anyone else who gets in my way--

--starting with SPIDER-GIRL!

SKWA-THUK!

I...

I knew it.

Knew you couldn't hurt me.

SHUT UP!

You don't know how *close* I came to--

ARRRGH!

Why can't you just mind your own business?

Why did you have to stop me from killing the *Black Tarantula* when I had the chance?

I would have *ended* the gang war--

--saved innocent lives--

--and proved that I was a real HERO!

But, NOOOOO!

You had to ruin my big moment!

You just couldn't share the spotlight.

That's *right!*

I just *wiped* the floor with you.

You're not in my *power class*, May.

April, *please--!*

Save your EXCUSES!

From this moment on, every *casualty* of this war is on *you.*

Because you sided with--

April, we're not competing with each--

=URRK=

"--the Black Tarantula!"

We must get Araña to her temple where she can receive proper medical assistance.

Will she survive, master?

Yes, but she redeemed herself by trying to protect us from her clone--

Although I could have easily dispatched it.

I...I didn't realize you cared, Chesbro.

What can I say? You've grown on me.

I...I'll be fine.

I'm more concerned about Spider-Girl.

Did you really threaten to kill her, Fabian?

I've decided to take your advice, Araña.

I will relinquish direct control of the New York Underworld and return to South America--

--with you as my bride!

Your timing could be better... but I accept.

Excellent! We'll leave as soon as I accomplish one last task...

What's the problem?

Where is Man Mountain Marko?

I need to know the status of the hits I ordered on Spider-Girl and the Black Tarantula.

Nunzio is trying to reach him now, Don Silvio.

He ain't answering, Guido. Should I leave a message?

You crazy?! What if the Feds are listening?

Why you gotta be so mean all the time?

Stop bickering, you idiots!

Get my pet cop on the phone. Maybe he's heard something.

RINGGGG!

POLIC
IDTOWNS

No, nothing on *Spider-Girl* or the *Tarantula*.

There was an incident at *Le Grande Excelsior*, but no fatalities.

What about the Punisher?

Sorry, still in the wind...

You know exactly *where* you can shove that sorry.

Frank Castle is determined to kill me.

Start acting like a real *cop* and do whatever it takes to stop him.

I OWN you, Drasco.

If *I* go down, so do *you!*

I gotta step out for awhile, Ed.

If *Captain Ruiz* needs me, she can call my cell.

You need help with anything, Vinnie?

KLIK

Naw, it's just a personal matter that I should have dealt with years ago...

ARRRK!

I was really hoping *April* would come to her senses.

No such luck.

Every bone in my poor battered body--

--feels like it's on *fire!*

How could I have been so careless?

How did I let the *Punisher* get the drop on me?

No! I'm not going to second-guess myself even though I have to wonder--

--what if *April* is right?

Am I responsible if a gang war claims more *victims?*

I need a break.

Have to get off this wild *merry-go-round* and--

--stay *focused* on my real goal.

I must find *Spider-Girl*--

--and *decompress* for a few hours.

I've been spending way too much time with the spandex squad.

It'll be good for me to kick back with some real people--

--and *END* this charade *once and for all!*

How could I have been so *blind?*

I thought *April* and I were finally *bonding.*

But she...*she hates me!*

I must be the world's lousiest *role model.*

It was my responsibility to train her to be a *hero.*

My job to teach her *morality.*

I *failed.*

She's become a cold-blooded *killer--*

--and I never *saw* it coming!

Dad *never* trusted April.

He tried to *discourage* me from reaching out to her.

But I convinced him and mom to *welcome* her into our family.

What if she turns against *them,* too?

Bad enough I've been *lying* to my parents about staying out of the *gang war--*

--I may have also put them at *risk!*

Maybe things aren't as bad as I imagine.

Maybe I'm blowing everything out of proportion--

--and just need to chill with my friends for awhile.

EXIT

INDIGO CAFÉ

Maybe there's an obvious solution that--*Oh, NO!*

Spider-sense tingling--

--warning me of *danger!*

I-it's *Wild Card!*

Is this a coincidence?

Or has he tracked me here?

Has he somehow discovered my *secret identity?*

The last time I saw him he was battling the *Punisher.*

I know I should be more *worried* about myself than *Castle*--

--but I still hope he *survived.*

This was a *mistake.*

I may have blown *everything* by coming here.

She took off as soon as she spotted me.

If my luck holds out, she'll just keep running until--

Oops!

H-how did you manage to dodge me?

THOOL

Elementary, my dear *Spider-Girl*--

--you're not the only one with *speed* and *agility.*

WHIMPER

What on-- APRIL!

What's *wrong*, sweetheart?

Why are you in the *dark*?

Oh, my! Where did you get that *outfit*--

--and why are you *crying*?

E-everyone *hates* me. The kids at school...May... even you and Uncle Pete!

What?! Where do you get such *nonsense*?

N-nothing works out like I planned.

I'm even beginning to think May is the *original* and I'm the *clone*.

That isn't important, hon...

Here! Let me help you up...

You just don't get it, Auntie M.

I don't want HELP!

THWAKK!

I WANT REVENGE!

When are you going to get the *message*, Spider-Girl?

This *gang war* is too dangerous for the likes of you.

It could have *fatal* consequences.

Is that what happened to the *Punisher*?

Why should you *care* about that murdering vigilante?

All life is precious.

A little nugget I picked up from my dad.

Sounds like a wise man.

I hope you *always* do as he says.

Not enough to suit him.

Pity! You might have avoided these *flash cards*.

THWIPP!

THWIPP!

THWIP

Oh, I learned more than enough to defend myself.

Impressive!

You're a lot better than I thought.

So are you!

I am *indeed.*

You can waste all the ***impact webbing*** you want, but you'll never nail me.

Unfortunately, I've got you targeted and-- *WHAAA?!?*

Speed and *agility,* remember?

One should never get too ***cocky,*** my dear.

Especially when facing a man of many ***talents***--

--and ***weapons.***

ZIP!

Yawn Like those darts have a snowball's chance of making it past my ***stingers.***

ZIP!

ZIP!

ZIP!

ZIP!

I'm beginning to understand why people find ***teenagers*** so exasperating.

Elsewhere...

Yeah...

I agree.

Something needs to be done.

Sure, I'll *meet*, but only if you, personally, guarantee my *safety* and--

KLIK

Uhhh...

Could I call you back?

You're rather calm and collected for a bruiser who bills himself as *Man Mountain Marko.*

Like that big white *skull* is a model of subtlety.

I got some questions about *Silvio Baracca.*

What if I don't answer?

I heard a lot of stories about the *Punisher.*

Can't recall a single one where you shot an *unarmed* man.

Okay...

Now you're speaking MY language--!

:URRRK: This fight is going nowhere.

We seem to be too evenly matched.

Neither one can land a blow on the other.

But I can't keep this *pace* up much longer--

--not after the beat-down I got from *April*.

I have no wish to harm you, Spider-Girl.

Withdraw from the *gang war* and *walk away*.

Between his voice synthesizer and that static mask, I can't even guess if *Wild Card* is winded.

Why should I believe you?

A valid question considering the business we're in.

Trust is a rare commodity--

--when one is usually surrounded with criminal masterminds, costumed freaks and psychotic vigilantes.

Alas, my dear, you force me to employ my *trump card*...

EEEE

EEEEEEEEEEEEEE

F-feels like my head's about to implode.

But I have to find a way to fight the pain and--

KRAK T!

Impossible!

Not even *I* can move that fast--!

THWIPP!

Spider-Girl, *WAIT!*

We need to *talk.* I'm not your *enemy.* I'm--

Shut up!

KWA-TWAKK!

Looks like I shattered his *mask* and can finally get a good look at--

Oh, no!

No!

I want to truly SAVOR this moment!

Dad--?!?

Are you INSANE?!?

How dare you come to my home, Drasco?

Your usefulness to my organization-- and your entire career-- will be over if anyone sees us together.

Trust me, Don Silvio, that's the least of your problems.

I have some bad news that has to be delivered in person.

What is it? Has something happened to Man Mountain Marko?

I'm afraid you and your goons are under arrest!

Put that gun down, Drasco!

You can't possibly be serious.

Drasco... Vincent...you and I go back a long time.

When your daughter was sick, I gave you the money to get her the care she needed.

She'd be dead now if it wasn't for me.

Ancient history, Baracca.

I've repaid that debt a thousand times over.

I'm sick of doing your dirty work and--

=ARRK=

You'll do *whatever* you're told, Drasco-- *without question or hesitation!*

In case you've forgotten, you belong to *me!*

So does *Baracca* and his entire organization!

And soon, very soon, the entire *New York underworld* will answer to--

--The HOBGOBLIN!

the SPECTACULAR SPIDER-GIRL

#4

RON & SAL

the SPECTACULAR SPIDER-GIRL

THE INVISIBLE HAND!

There are *casualties* in every war--*innocent lives shattered forever!*

That includes the *gang war* currently raging between the *Black Tarantula* and *Don Silvio Baracca.*

My name is *May "Mayday" Parker.*

I am the daughter of *Spider-Man*--

--and *I'm* the one who flattened dad!

MOM!

every day in every way I--

MOM!

Dad's been *hurt!*

Ohmigod!
H-how did it happen?
It's my *fault.*
He was *masked.*
I didn't *recognize* him.
Y-you really clocked me, kiddo.
Completely overwhelmed me.
I thought he was a costumed assassin called *Wild Card--*
--and took him down as *hard* as I could.
I never realized he-- *Mom!*
Your FACE--!
Who did THIS to you, Mary Jane?
Please lower your voices! You're scaring the baby.
I...I'm sure it looks *worse* than it feels.
Was it *her?*
Was it *April?*

Everyone calls me *April*--

--but I'm the real *May Parker.*

Mayday is actually my *clone.*

She's the *fake.*

The imposter who lives the life that should have been *mine.*

I'm tired of following *her* lead.

Of doing things *her* way--

--with that hopelessly out-dated "*no one dies*" bushwah.

I can prove I'm the *real* daughter of Spider-Man by ending the *gang war!*

All I have to do is KILL everyone who gets in my way--

--and that includes SPIDER-GIRL!

Let's not *overreact.*

April is suffering some kind of breakdown.

She's in a highly vulnerable emotional state and very confused.

Hold still and stop making excuses for her.

Dad's right! She could have killed you.

That's my point. She *could have*--*very easily, in fact*--but she *didn't.*

Don't you see, Pete? She's still a *Parker.*

She just didn't have the benefit of our *love* and *nurturing.*

All I see is a dangerous *sociopath* who is completely out of control--

--and has *betrayed* our family.

Speaking of betrayal, why the *Wild Card* masquerade?

Was it a sick way to teach me a lesson?

Not at first.

Things got a little out of hand.

A *LITTLE?!?*

We could have *killed* each other.

Enough, May!

You're not entirely blameless.

You *promised* to stay out of the gang war--

--and repeatedly *lied* to our faces.

All I wanted to do was stop the war before anyone got hurt. I knew I couldn't keep you at bay if I went out as *Spider-Man*--

--so I created *Wild Card* with a little help from *Normie Osborn.*

Normie--?!?

Yeah, he supplied the *flash cards* and all the other gimmicks.

I was surprised when *Man Mountain Marko,* Silvio's chief lieutenant, informed me you were already involved--

--and I realized that I could guarantee your safety if I *discouraged* you.

RRRRING!

Hello--?

Yeah, I can talk.

She's standing right here and already knows everything.

No, not at all happy.

Is that *Normie?*

Give me the phone!

I can't believe you were in on this.

You're supposed to be on *my* side.

I *am.*

That's why I helped your father keep you out of danger.

Besides, all's well that ends well.

I have good news.

American Dream and the *Buzz* found enough evidence to convince the *DA* to swear out a warrant against *Don Silvio.*

With the *Warriors* for backup, the cops are on their way to arrest him.

The gang war is as good as *over.*

Do yourself a favor and make *peace* with your parents--

--they only have your best interests at heart.

Yeah.

I hear you.

Even Normie thinks I screwed up.

I guess I did.

I never should have misled my parents.

My lies boxed my dad into a no-win scenario--

--and may have even contributed to April's breakdown.

What have I done?

Will my family ever recover from all the damage I caused?

Stop FROWNING!

We're supposed to be one big happy *family.*

What's the *Hobgoblin* doing here, *Don Silvio?*

You want for *Guido* and me to whack him?

Do me a favor, *Baracca,* and explain the facts of life to the moron.

The Hobgoblin is my *master* and must be *obeyed.*

You got that, moron? Your boss has been secretly working for me--

"--ever since I gave him his *exoskeleton* and exposed him to a brainwashing machine called the *Winkler device.*

"I even gave your buddy *Guido* a taste when he stumbled upon me in the basement a few days ago."

WEEEEEEEEEEEEEEEE

I've been the real mastermind behind the war against the *Black Tarantula* and--

Well, well...

It appears we have *company*--

--although I'm frankly surprised they didn't arrive sooner.

Don Silvio, I suggest you greet our guests while I retrieve some equipment from the basement.

You people are guilty of *trespassing.*

You have no business on my *property.*

Silvio Baracca? I have a warrant for your arrest.

Y-you can't be *serious.*

Is such a show of force really necessary against an old man?

We honestly didn't know what to expect, sir.

KWAKKK

You still *don't!*

FREEZE!

Anyone moves and I snap the *Bug's* neck.

That's *Buzz...* not *bug.*

You may have suckered *Darkdevil*--

--but you're no match for my *armored Armani.*

You're *boring* me, kid.

WHOOOOM!

Fall back!

Fall back!

The grounds may be *mined.*

Not even close, *American Dream.*

Although I may use that suggestion for my next hideout.

I just wanted to show off my new weaponry.

So many heroes.

So many choices.

Who will be first to DIE?

War Journal entry--I've tracked down *Man Mountain Marko* and am about to convince him to reveal his boss's location.

Where's *Baracca?*

F-forget it, Punisher!

I ain't no rat.

You heard the man, Mr. Castle.

I suggest you release him.

TWAM!

Don't know how you managed to sneak up on me mister, but-- *WHOA!*

You're the last person I expected to come to *Marko's* rescue.

The *Black Tarantula* may have many faults, but *predictability* isn't one of them.

I don't get it. He works for the guy who's trying to cap you.

Why risk your neck for the opposition?

That isn't your concern. All you need to know is that I will exchange Baracca's address for Marko's life.

Do I have to remind you that you're a *criminal,* too?

I could take you both down and still go after *Baracca.*

You could *try.*

It all depends on what's more important to you, Frank.

Do you want to settle for *me* and *Marko--*

--or the *mobster* who drew you out of retirement?

Decisions! Decisions!

We keep arguing the same points and still haven't figured out what to do about *April*.

I say we treat her like any other costumed *psycho*.

Seriously, Peter?

I expect you to set a better example.

Like it or not, April's family.

Yes, she has problems and made mistakes.

Like the rest of us.

But families have an unconditional responsibility to *forgive* and *support* each other.

ZZZZZZZZZZ

Hel-- *WHOA!*

Slow down!

What's wrong?

Everything!

Just got an emergency call from *Phil Urich*.

The *Hobgoblin* is with *Silvio* and everything's gone *sour*.

The *Warriors* need you, May.

I...

I have to go.

May, I...

Dad, ***please!*** I really need you and Mom to trust me right now.

I know what I'm doing.

THWOMP! THWOMP! THWOMP!

FOOM!

BRAKAKAKAKAKAKAK!

I love the smell of dead hero in the evening.

FOOM!

KWOOM!

Get back, Officer!

Code Blue!

We need CODE BLUE!

Yeah, like more cops will really make a-- WHA?!?

POOM!

POOM!

POOM!

An attack from above?

Remember me, Kingsley?

You were always the least impressive Goblin in my eyes.

Like your opinion really matters, Urich.

You don't even make the *top 100* as far as I'm concerned.

BWA-DOOM!

War Journal entry--unable to get a good bead on Baracca, I aim for the next best thing.

But this isn't my day!

THWIPP!

What part of *"no one dies"* escapes you?

Those men are *killers,* lady.

We have to stop them before they ace your friends.

There is no *we,* Castle.

I'll stop them *my way.*

To be perfectly honest, I don't see much difference between you and--

THWIPP!

You should work on your *tells,* lady.

BDAM!
BDAM!
And you're lucky there's a *big* difference.
YEOW!
Y-you shot me.
Suck it up!
It's only a flesh wound.
A little webbing will staunch it.
You stupid JERK!
You SHOT me!
BLAM!
I'm through playing with you, Punisher.
Next stop-- RYKER'S!
BLAM!

WOOOP!

This is my own fault.

I should have aimed for your head.

Yeah, I should have kicked your butt from one end of Queens to the far end of the Br--

Uh-oh!

FFF

KWA-PWOOM!

Look out, kid!

INCOMING--!

:Gaaak:

I believe this CONCLUDES the evening's festivities--

--AND THE BAD GUYS WIN!

TO BE CONCLUDED!

the SPECTACULAR SPIDER-GIRL

The gang war between the *Black Tarantula* and *Silvio Baracca* has taken another twist.

Aside from the distractions caused by the *Punisher* and my clone *April*--

KWA-TWAM!

--the *Hobgoblin* suddenly appeared out of nowhere--

--and he's already laid a major bruising on *American Dream* and the *Warriors.*

Times like these can really *try* a web-slinger's soul.

Hate to ruin your victory lap, *Hobgoblin.*

The battle ain't *over* until the webbed lady swings.

In case you've forgotten, my friends and I *never* give up.

We NEVER surrender!

IN THE FINAL BATTLE!

FOOM! FOOM! FOOM! FOOM!

Stop *wasting* everyone's time, Spider-Girl!

You've been *doomed* from the start.

So I've *heard*--

--from almost every *loudmouth* I've ever fought.

I get a real *kick* out of defying expectations--

--and proving the naysayers *wrong*.

Need to focus!

Must angle my descent!

Use my momentum--

--to take out *Baracca!*

SPLAANG

SWAKK!

Too bad my exoskeleton's a lot tougher than you and that stupid shield.

Richie, the suit's dead...

Nice try, lady.

I...I'm helpless!

Really, JJ?

Maybe next time you won't let the psycho-baddie get close enough *to tear OFF your wings.*

Not the time for criticism.

Okay, I'm rerouting all power now--

"--in an attempt to restore partial *mobility.*"

Are you *insane,* Ladyhawk? How long do you think you can stand against my super-*UFFFT*-

Everyone has a *weakness,* Don Silvio.

Yours is a rampant *ego.*

War Journal Battlefield Assessment--we are *outmanned* and *outgunned.*

Baracca has somehow gained *super-strength*--

--and his men are presently *regrouping* to launch a *final assault.*

Following standard procedure, *the police* have temporarily *withdrawn* from the field of combat to await *reinforcements.*

Both *Darkdevil* and *American Dream* have suffered significant injuries and aren't operating at full efficiency.

Ladyhawk is only a trained athlete and already showing signs of fatigue.

The *Buzz* has been effectively neutralized--

--and the combat value of the new *Green Goblin* is questionable at best.

Bottom line--I am the only one with the *will* and *means* to stop *Baracca.*

Spider-Girl unwittingly gave aid and comfort to the enemy when she prevented me from killing the *Hobgoblin* earlier.

I know the kid means well.

She's just *naïve,* completely out of her *depth*--

--and lacks the necessary *killer instinct.*

You're no match for these cold-blooded *monsters.*

You don't get it, May.

They require someone of equal *brutality* and *ruthlessness.*

Someone like ME!

What's the deal, *Tarantula?*

Why did you save me from the *Punisher?*

First, tell me why you sided with *Baracca* against me.

I believe in loyalty and I owe the man.

He *made* me back in the day.

Look, I'm not gonna apologize for the choices I made or beg for my life.

You wanna kill me--*go for it!*

Would it surprise you to know that Baracca is a *pawn* in a much larger game?

Nah, not really.

I've wondered where he got that *exoskeleton.*

I recognized the *technology* and its *author.*

He's *not* someone you respect.

Man Mountain Marko, I have grown tired of this gang war and the bland cuisine you Americans seem to favor.

I long to return to my home in *South America--*

--where I can settle down and raise a family.

Thus, I wish to make you an *offer...*

ZZZZZZZZZ

Terrific!

My cell is ringing and I can't reach it.

BRAKAKAKAK!

With my luck, it's probably the *Avengers* calling to invite me on their group medical plan--

--or someone else who could *help* me!

I wish *May* would answer...

She's probably in the *middle* of something, Peter.

Exactly what's worrying me, Mary Jane.

I never should have let her go off by herself.

ESU

Especially with the *gang war* still raging.

It's not like you had a lot of choice.

You were still recovering from that disastrous outing as *Wild Card.*

Do I have to remind you that you hung up your *costume* years ago--

"--and turned your *web-shooters* over to our daughter?

"She is the *costumed hero* in this family now.

"The one who has to face each new *psychotic menace*--

"--and, somehow, find a way to *survive!*"

I know what it's like to sit and wait.

It's kind of like being related to a *cop* or a *fireman* or a *soldier*.

"You never know if your loved one is *safe*--

"--or will ever *return*."

But she's so *young*.

I know--

--and always will be in our eyes.

We need to keep the faith, Peter--

"--and *believe* in our girl!"

I never realized how hard my web-swinging must have been on you.

I knew *who* I was marrying--

--and wouldn't change a thing.

Oh, man!

OH, MAN!

The Don's become a *mask-busting dynamo!*

I still can't believe that he--that *all* of us--was really working for the *Hobgoblin.*

Fuhgetaboutit, Guido! What are we supposed to do with *Detective Drasco,* here?

=erm=

Keep a eye on him, Nunzio--

"--A hostage may come in very handy!"

KWAAHH!

War Journal--the situation keeps deteriorating.

Although they would never admit it, the costumes need me.

Finally managed to free up a *flash-bang.*

This is gonna *hurt*--

--but I've suffered *worse.*

I first declared war against the *mob* after they murdered my family.

Took out the *bosses* one by one.

KWOOM!

=ARRGH!=

Don Silvio's the *last* of the old mob.

Seems like an eternity since I *crippled* him and left him alive as a *warning* to others.

Should have just planted a *bullet* in his brain.

Won't make the same mistake this time.

My war against the mob ends *here!*

Ends NOW!

Baracca!

Time to *die!*

Hello, Frankie boy.

=GGAKK!=

So nice to see you, again.

I was hoping we'd get a chance to renew our acquaintance.

I used to dream about you while I rotted in my old wheelchair.

Believe it or not, you were the deciding factor when the *Hobgoblin* first approached me.

I am so pleased with the way everything has worked out.

Such a pity that you brought a *knife* to a fight that requires *super-weapons.*

(SOMEBODY. HELP!)

Speak up, Frank! I can't quite hear you.

I'd hate for the Punisher's last words to be lost to posterity.

(SOMEBODY. HELP!)

Why you scheming, son of a--

BDAM! BDAM!

=ARRRK=

SNAPT

Holy--!

Are they--?!

Yeah.

At least one *war* is finally over.

What a waste!

I wanted the fun of killing *Baracca.*

SSSSSHOOOM!

Look sharp, guys!

Hobgoblin on the horizon!

I never should have aligned myself with an old fart like *Silvio* in the first place.

The man carried too much excess baggage.

Oh, well! I guess I'm just going to have to dispose of you all on my own--

--and then settle up with the *Black Tarantula.*

Hobgoblin, NO! NO!

You needn't be *concerned,* Spider-Girl.

I'm more than equal to the *task.*

Baracca's days as my *puppet* were numbered anyway.

What fun is it to be *kingpin of crime* if you can't flaunt it?

And in deference to your mantra about people *dying* on your watch--

--BOMBS AWAY!

Uhhh, Richie?

Flying would be helpful now.

Without WINGS?!

I...I am so sorry, JJ!

There's *nothing* I can do.

I became *Spider-Girl* to save lives.

To protect the *innocent.*

To defend the *helpless.*

These people are my *friends!*

My RESPONSIBILITY!

THWIPP!

No time to weave anything *fancy* or *stronger*.

Just hope it's *anchored* to the tree trunk and--

BWANGGG

:ARRRGH!:

Lookee here, boys!

The little lady couldn't have made it any *easier* for us.

It'll be like shooting *spiders* in a barrel.

Wait for my *signal*--!

Spider-sense tingling--

--warning me to *cut* and *run!*

But I *can't* desert my friends.

Can't leave them to *die!*

If only your *father* could see you now.

I'm sure he'd be very *proud.*

Heartbroken, but *proud.*

I promise to describe your death in great *detail* the next time he dares to cross my--

=ggkkhh=

Too much *pontificating*--

--when the situation demanded *killing.*

Ap-- *Mayhem!*

What have you *done?*

Exactly what I *promised.*

Ended the gang war!

Saved *you* and your *friends* in the process.

But there *must* have been another way--!

For *you,* maybe.

Me, I've got my own style--

--and my own life to live.

Mayhem, I...

Don't even *think* about trying to stop me!

You and your buddies can barely *stand.*

I'm sure I'll be seeing you around.

Do us both a favor and stay *out* of my way.

Or *blood* will flow!

W-what are we going to do, Guido?

The Don and the rest of the guys--*they're all DEAD!*

Quit yer *whining,* bonehead! I can't think with you yapping in my ear.

Why ya gotta be so mean all the time?

Shut up! I got me an idea. Listen up...

Oohhhh!

How ya feeling, Detective Drasco?

We didn't know the *Hobgoblin* was gonna clobber you. He done it all on his own.

W-where is he now?

Dead, sir--*him* and *Don Silvio* both!

Guido and me seen the *light.* We want to turn *state's evidence* and sing like a church choir.

We'll tell everything you wanna know, but we want the whole package--*protection, new identities* and *relocation.*

I always dreamed'a being a writer like that James Patterson guy.

What'd I miss while I was reading those two idiots their rights, Captain?

Seems *Castle* and *Baracca* killed each other--

--and an unidentified *female mask* took out the *Hobgoblin* and the *gunmen...*

Witnesses say the homicides were *justified.* Police observers stationed around the perimeter *agree.*

But I still want to question her and get the *real story.*

You aren't responsible for Mayhem's actions.

Yeah, I know...

CORONER

POLICE

So the *Hobgoblin* was the brains behind *Baracca's* big play to control the underworld.

With them gone, I guess the gang war's *over.*

For *now,* Drasco.

We both know that crime is like *cancer...*

"It may go into *remission*--

"--but it's always *lurking* somewhere in the background.

"It's only a matter of time before new *alliances* are formed--

"--and *promises* are made.

"But *ambitions* will eventually grow--

"--until the disease *erupts,* again.

"The world will always need *heroes,* Drasco--

"--and we have some of the *best!*"

You okay, Spider-Girl? I understand you saved a lot of lives today.

Not as many as I would have liked, Captain Ruiz.

Unfortunately, that often goes with the biz!

All you can do is your best.

I'll try to keep that in mind...

Everyone's trying to make me feel *better.*

Trying to convince me I did *good* today.

They're *wrong.*

It's my job to *save* lives.

My responsibility to hold myself to a *higher* standard.

I'll just have to keep *training, striving* and *improving.*

I don't know if I'll ever become the *hero* I yearn to be.

That doesn't mean I'll *ever* stop trying.

My name is *May "Mayday" Parker--*

--and I am the daughter of *Spider-Man!*

CORONER

POLICE

THE END... FOR NOW!!

THE END

SPIDER-GIRL

GOODBYE AGAIN! XXX00 TOM DEFALCO SAL BUSCEMA & ¡SOTO!

Gather around me, children! It's time for another history lesson.

We've been discussing the final *age of heroes* for the past few days.

Tonight you will finally learn how one of the greatest of them *DIED--sacrificing herself to save another!*

Pay attention now! You'll want to tell your own children about--

THE END OF SPIDER-GIRL!

How much do we remember about *Spider-Girl?*

I know, Auntie M!

She was the daughter of *Spider-Man.*

Her real name was *May Parker,* but most of her friends called her *Mayday.*

She was *fast* and *strong* and could swing on *webs* and stuff.

Auntie M, my dad said everyone *loved* her and that she even made *friends* with all her enemies.

Well...

Not quite *all* of them.

What about *April Parker?*

=Blecikkk=

She was like a *fake* Spider-Girl.

An evil copy with *Bio-Pred* powers.

She called herself *Mayhem* 'cause that's *all* she was about.

April was actually a *clone.*

She was also a genetic hybrid with the abilities of an *alien symbiote--*

--and truly believed she was the *real* May Parker.

April grew up *alone,* without anyone to teach her *right* from *wrong.*

Although she possessed *great power,* she never embraced any real sense of *personal responsibility--*

"--and that's what ultimately led to the *death of Spider-Girl!*"

WEEEEEEEEE

After living with us for months, *April* recently broke off contact with me and the family.

Unfortunately, I just have to follow the *sirens* to find more evidence of her *Punisher*-style justice.

We need a couple *buses* and even more *meat wagons.*

Someone took out a local *drug dealer* and his entire *posse.*

My God--!

Even the bad guys deserve better!

This is *my fault.*

It was my job to teach *April.*

My responsibility to make sure she became a real *hero.*

Everyone she hurts or kills...

...is...

...on...

...me.

No sense hanging around.

My *spider-sense* would be tingling up a storm if she were near.

May as well call it a night--

--and head for *home.*

Just spoke with *Captain Ruiz.*

She's obtained a warrant for the arrest of *Mayhem--*

--and has advised all officers the suspect is armed with *superhuman abilities* and should be considered extremely *dangerous.*

T-they'll resort to *lethal force* if she even attempts to resist.

There must be *something* we can do, Peter.

April isn't a *monster.*

She's just *confused, misguided,* and I can safely assume, more than a little *frightened.*

She needs *understanding. Counseling!*

While I kind of agree with you, mom--

--she's gotta be *stopped* before she hurts anyone else.

Stop beating yourself up, May. You *aren't* responsible for April.

You never were.

Listen to your mother! April spent most of her life in a test tube.

She was designed to destroy this family.

Yes, but we *outsmarted* her creators by practically *adopting* her.

We *Parkers* are a hardy breed, filled with good old fashioned *gumption.*

Gumption--?!

A word your father's aunt often used.

It means the will to *live...*to *fight.*

Yeah, that's *us* all right.

We *never* give up.

I'm going to put *Benjy* to bed and turn in myself.

Spending time with him reminds me *why* I play hero.

Someone's got to defend the *innocent.*

Have you heard from April?

MIDTOWN HIGH SCHOOL

No...not really.

I, for one, am glad she finally moved back to wherever she came from.

Everyone knows how *you* feel, Davida.

I'm doing fine, Courtney. April only lived with us for a short time, but she did become a real part of the family.

You're better off without her, Mayday. The girl was cramping your style.

I'm here if you want to talk.

Appreciate the offer, Court.

Whoa! The eyes of mortal man were never designed to view such blinding *beauty.*

Ahhhh, Wes, if only the rest of your gender had such good taste--!

Any chance you ladies are headed to *Café Indigo?*

Yes, and you're invited.

Gotta admit they'd make a fine couple!

We've done our part. The rest is up to them.

How's your comic book coming?

Jimmy and I have been struggling against a pretty crazy deadline--

--but that's the biz!

Uh-oh! Spider-sense suddenly on full alert--

--warning me of *danger!*

It's *April.*

She's tracking me from the rooftops.

I need to put some distance between me and my friends-- *and FAST!*

Oops! I just realized I'm going to need a *book* from my locker.

You guys go ahead.

I'll catch up to you at *Indigo.*

I guess... *uhhh...*

Yeah, we should ...*errr...* go on without her.

What's her game?

Is April planning to expose my *secret identity--*

--or *threaten* my friends?

Maybe it's just *me* she's after and--

Care to join me upstairs, May?

We should chat.

What can I do for you, April?

You can show a little class and *step aside.*

I'm willing to spare your life if you'll give up being *Spider-Girl*--

--and just admit I'm the *original* May Parker.

My war on crime has *proven* I'm much better than you, anyway.

The underworld is *terrified* of me.

Everyone fears you, April.

The police and costumed heroes like the *Avengers* and *Fantastic Five* consider you a *super-menace.*

They're already *hunting* you.

Bunch of *WIMPS--the whole lot of them!*

They *can't* stop me.

SKWAKKK!

No one CAN!

You think *Spider-Girl* is a name that *anyone* can assume?

You're WRONG!

It doesn't matter which of us was born the *original* or who's the *clone.*

Through no fault or design of my own, I ended up the *lucky one*--

--the one who got to be nurtured, loved, and inspired by *Peter* and *Mary Jane Parker!*

THWIPP!

It doesn't matter *what* I call myself.

I am the daughter of SPIDER-MAN

And that's an *honor* that no one else can ever claim!

Please let it be this easy!

Please let it be this easy!

Please let it be--

THIEF!

LIAR!

IMPOSTER!

Not only have you stolen the *life* that should have been mine, you *sabotaged* me at every turn.

You *undermined* me in front of your family and friends--

--and never gave me any credit for all the *good* I've accomplished.

Tombstone almost killed you so I took him out.

I'm the one who stopped the recent *gang war* by eliminating the *Hobgoblin*.

The streets are *safer* now because I'm attending to the drug lords.

And yet, you portray me as the *bad guy*.

Listen to yourself, April!

You're KILLING people!

That's the very definition of a *bad guy*.

Heroes are supposed to *punish* the guilty.

No! Our job is to *protect* the helpless.

SAYS YOU!

Look what you've *done!*

We've got to get out of here before the *flames* reach those painting supplies.

This is exactly what I'm talking about.

You blame *everything* on me.

It's always *my* fault.

Look what *I've* done.

We're not leaving until we *finish* this--!

SSSWWAKKTTT

:arrk:

April, this really isn't the time to--

LOOK OUT!

Ha! I'm not falling for that old--!

KWATOOOM!

Idiot! I keep warning you about ignoring your *spider-sense* and--

ARRRGH!

Why are you :ufff:

SHOWOFF!

You saved me just to make me look *bad.*

Because you know how vulnerable my symbiote is to *fire.*

Y-Yeah.

Clever me.

Give me a hand! I can't get enough leverage to--

Oh, no!

NO!

Time's run out on us, April!

You need to *go-- NOW!*

You'd *like* that, *wouldn't you?*

I'm going to save you back--

--and PROVE I'm the real HERO.

I wish.

I really *wish.*

Forget it!

Please tell the family I *love* them.

WHAAA--?!

MAY!

MAY!

SPLLLATT!

That's *not* how the story is supposed to end, Auntie M!

Finish it the right way!

Yeah, tell us the part where *Spider-Girl* crawls out of the rubble, kicks Mayhem's butt, and lives happily ever after.

Ahem I'm afraid that's *all* for tonight, kids.

You little tunnel rats need to report to your *shelters.*

It's getting close to *curfew.*

Do we have to, Auntie M?

The FUTURE is GREEN

Uncle Torus is right.

You know the rules.

I want everyone tucked in and safe from the *Bio-Preds.*

See you tomorrow, Auntie M.

Thanks for the story!

What's wrong, Torus?

What makes you think anything's wrong, M?

I've known you since you were a teenager, *Torus Storm*-- back before you joined the *Fantastic Six*.

You can't hide from me.

Besides, curfew's at least an hour away.

Standard procedure is to pull up stakes and bug out, but...

We've run out of hiding places.

That's why *"The Mulligan"* is so vital.

The crazy plan you and *Cassie Lang* whipped up?

It could be humanity's last hope.

÷sigh÷ Topside Intel indicates the *Bio-Preds* are closing in on us.

I don't understand you sometimes. Why do you do it?

Do what?

Tell each new generation the same old story with you as the bad guy.

Have you forgotten what *M* stands for, old friend?

There's a reason I tell that story.

History must never forget--

I AM the bad guy!

"I'm still haunted by what happened shortly after *May* died.

"My plan was simple.

"Since I can assume any appearance, I figured I'd just replace her.

"No one could tell us apart."

"They'd never know the difference."

Hey, Mom.

What's for dinner?

Left over pot roast, I'm afraid.

Why don't you take your little brother and I'll heat it up?

Why is he suddenly fussing? He usually just goes to--

You're not May!

"That's when the *truth* suddenly blazed before me.

"There was a special bond between *May* and her mother.

"A bond that could never include a *clone.*"

Where is MAY?

What have you DONE with her?

"I guess I went a little nuts for awhile there.

"I *buried* myself in my work--

"--and cut a *bloody swath* through the super-villain community."

"Like *Spider-Girl* warned, the authorities eventually pushed back.

"They even sent former *criminals* against me.

"I *returned* them--

"--in *body bags!*

"While I'm sure *some* costumed heroes agreed with my methods, most *didn't.*

"The situation kept *escalating* and *escalating*--

"--until I claimed the life of *American Dream.*"

You always said that was an *accident.*

It *was.*

I honestly thought of myself as a *hero* and never intended to harm *her.*

But my carelessness may have caused the destruction of the *human race.*

"Desperate to stop me, the government turned to *Blackworks Paramilitary Services* and supplied them with samples of the *Carnage symbiote.*

"*Blackworks* claimed they had developed a safe process to transform ordinary *soldiers*--

"--Into a team of super-powered *bio-predators* that could stop me.

"Maybe the technology would have worked if they'd used regular *people* instead of combat-hardened *mercenaries.*

"Unfortunately, we'll never know."

"The *Bio-Preds* spread like a toxic tidal wave, destroying everything in its path.

"People were either *slaughtered*--

"--or *absorbed* into their ever-increasing ranks."

I know.

That's how I lost my parents and my wife.

You seemed to be the only one who was immune.

That's when you really *stepped up* and *atoned* for your past.

Humanity never would have *survived* this long without you.

Yeah, I've got a lot to be proud of.

Mankind has been living in the sewers for more than a decade.

We've lost so many friends, so much family over the years--

--and it's all on ME!

THOOM THOOM

Sounds like we've been *breached.*

I have to take my place on the line.

Hold them off for as long as you can, *Super-Storm!*

I'll try to reach *Cassie* and set *"The Mulligan"* in motion.

Good luck, M!

You're going to need it.

Awright, ladies! Let's hold' em back just like we practiced.

Glad to see ***you*** on station, Zane!

Where else is an old ***Avenger*** gonna be, Torus, my man?

Why can't you just do what you're *told*, you piece of junk?

Cassie! Cassie! Is "*The Mulligan*" ready?

Not according to *Mainframe!* He thinks we need to run a few dozen more diagnostics.

It would be *advisable*, old woman.

Shut up and run the program like I said. We don't have time to argue.

Say...why are you dressed in that old outfit, M?

A girl likes to look her *best* when she travels.

Any *chance* this trick will actually work?

I was hoping you *wouldn't* ask!

There are just too many *variables*, kiddo.

Not only did it take us nearly ten years to get this old *time platform* operational, but we're just estimating the *temporal* and *spatial* coordinates.

Well, it's not like we have another option, Cassie.

"This could very well be *humanity's LAST STAND!*"

Yeah, it's a risk, but like you always say--

--with great power comes great responsibility!

Close.

The crucial phrase is--

--there MUST ALSO COME great responsibility.

A subtle, but profound difference.

It took me a lifetime to understand the distinction and now that I have--

BWADAM!

Did she get off, Mainframe? Did she make it?

I am sorry, Cassie. I cannot confirm her safety.

I guess this is it, old friend.

It was an honor, my love.

FZAAAAK

ARRRR

The streets are *safer* now because I'm attending to the drug lords.

And, yet, you portray me as the *bad guy.*

Listen to yourself, April!

You're KILLING people!

That's the very definition of a *bad guy.*

T-this is it! The time is right, but ÷URRRG÷

S-somehow materialized *inside* the wall.

P-pure *agony.*

D-dying.

H-has this happened before?

A-am I doomed to *fail?*

N-no!

N-NO!

C-can't *quit.*

M-must find the *strength.*

F-for future generations.

F-for the *children.*

Heroes are supposed to *punish* the guilty.

SAYS YOU!

No! Our job is to *protect* the helpless.

WHAM

Look what you've *done!*

We've got to get out of here before the *flames* reach those painting supplies.

This is exactly what I'm talking about.

You blame *everything* on--

Me.

P-please work.

P-please understand.

F-farewell, May.

I...I am so sorry.

F-for everythinggggg...

April! April! Are you all right?

You look like you've seen a--

LOOK OUT!

SWAKK!

KWAMOOM!

Not *this* time, May.

It's *my* turn to play hero.

I've seen the FUTURE--

--and it needs YOU!

Seems you were *right* all along, kiddo.

Just took me a *lifetime* to see it.

Say *goodbye* to the family for me.

I really did *love* them--

--in *my* way!

April--!

AAAAPRIIILLL!

=Whew=

What a *night* it's been!

CAFE INDIGO

Hey, Wes! You're a fan of *Spider-Girl*, right?

Just read on a local news blog that she was involved in a big ***explosion*** in the warehouse district.

S-she... okay?

Seems so--

--paramedics reported her swinging from the scene.

Sounds goods.

Thanks, Courtney.

I...*uhhhh*... just realized I gotta go.

Catch you tomorrow!

What's with Wes all of a sudden?

He was supposed to help me with my English assignment.

You know teenage boys, Davida.

Takes them awhile to figure things out.

I think Wes finally knows where he belongs.

=sigh=

I searched through the rubble until the EMTs and cops shooed me off.

Couldn't find any sign of *April*.

I don't know what that means.

Did she find a way to *survive*--

--or did she suffer that *clone degeneration* thing you told me about?

We'll just have to *wait* and *see*--

--and *hope* for the best!

I wouldn't worry too much about *April*. Those clones *never* die. They *always* find a way to return.

Peter!

I...I'm *sorry*.

I don't know what's gotten into me.

I...I'll admit I never trusted April.

But I still didn't want her to suffer any harm.

None of us did.

The poor child--*she was always such a lost soul!*

W-we welcomed her into our family and really tried to help her--especially you, hon! You did the *best* you could.

Did I, mom? She became a killer on my watch.

No, she was *created* to be a killer.

Thanks to you, she tried to *redeem* herself in the end.

She did what *you* would have done.

DING DONG!

Hope it's someone selling cookies.

I could use a few dozen.

Wes--?!

Uhhh...hey, Parker!

I...*ahhh*... just wanted to make sure you were all right.

That's very sweet of you.

But why *wouldn't* I be all right?

Well, I...

I *know*, May.

I know *all* about you.

What are you saying, Wes?

What do you think you--

Oh!

Oh...

So how long have you known my...*errrr*... secret?

Long enough.

I got one of my own. *Wes* is just short for *Westin*.

My real name's *Reynard*.

Oh, my! That should *stay* a secret.

How come you're always there when I need you?

Maybe it's, cause you're *amazing, spectacular*--

So...

=uhhhh=

Where do we *go* from here?

THE END... FOR NOW!

SPIDER-GIRL IS BACK

AND SHE'S BROUGHT THE PUNISHER WITH HER!

As a gang war threatens to tear her world apart and her clone — the Venom-like hybrid April Parker — adopts a deadly new identity, MayDay Parker's share of the old Parker luck gets cranked up to eleven when Frank Castle comes out of retirement! Meanwhile, the daughter of Captain America is back on the streets of the MC2 Universe — in a world racked with crime and despair, can even American Dream keep hope alive?

And in *Spider-Girl: The End*, the fate of the Parker family hangs in the balance — as does an entire universe — when May finally squares off against April!

A MARVEL

Collecting *Spectacular Spider-Girl #1-4, Spider-Girl: The End* and material from *Web of Spider-Man #5-7.*

ZONE